Purpose-Led
Future Fit

Unilever Caribbean Limited
Annual Report and Accounts 2021

Unilever

Our Purpose

UNILEVER CARIBBEAN LIMITED HAS A CLEAR PURPOSE – TO MAKE SUSTAINABLE LIVING COMMONPLACE. WE BELIEVE THIS IS THE BEST WAY TO CREATE LONG TERM VALUE FOR ALL OUR STAKEHOLDERS, ESPECIALLY IN A VOLATILE AND UNCERTAIN WORLD.

Our Vision

OUR PURPOSE INSPIRES OUR VISION – TO ACCELERATE GROWTH IN OUR BUSINESS, WHILE REDUCING OUR ENVIRONMENTAL FOOTPRINT AND INCREASING OUR POSITIVE SOCIAL IMPACT. WE WANT OUR BUSINESS TO GROW BUT WE RECOGNISE THAT GROWTH AT THE EXPENSE OF PEOPLE OR THE ENVIRONMENT IS BOTH UNACCEPTABLE AND COMMERCIALLY UNSUSTAINABLE. SUSTAINABLE GROWTH IS THE ONLY ACCEPTABLE MODEL FOR OUR BUSINESS.

OUR PURPOSE AND VISION COMBINE A COMMERCIAL IMPERATIVE TO SUCCEED AGAINST COMPETITION GLOBALLY AND LOCALLY, WITH THE CHANGING ATTITUDES AND EXPECTATIONS OF CONSUMERS.

Our People

WITHOUT TALENTED AND COMMITTED EMPLOYEES, WE COULD NEVER DELIVER ON OUR AMBITIONS.

OUR PEOPLE HAVE BEEN OUR ABSOLUTE PRIORITY THROUGHOUT 2021, AND BECAUSE OF THEM WE'VE BEEN ABLE TO MEET THE NEEDS OF CONSUMERS AND GROW OUR BUSINESS.

Contents

THE YEAR IN REVIEW

FINANCIAL STATEMENTS

OUR ANNUAL REPORT AND ACCOUNTS 2021:

We have chosen a new, simpler format for our 2021 Annual Report and Accounts because we are keen to drive economies through our reporting process, one that combines the statutory information along with a full narrative to provide a holistic and concise communication about how our strategy, governance, performance and prospects drive value creation for our stakeholders, and consistent, competitive, profitable and responsible growth for Unilever Caribbean Limited and our shareholders.

ONLINE

This annual report can be downloaded at https://www.unilever.tt/investor-relations/

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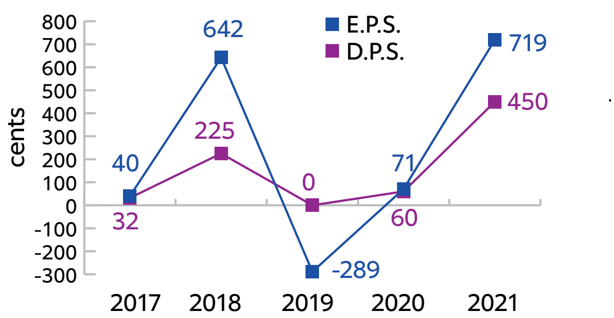
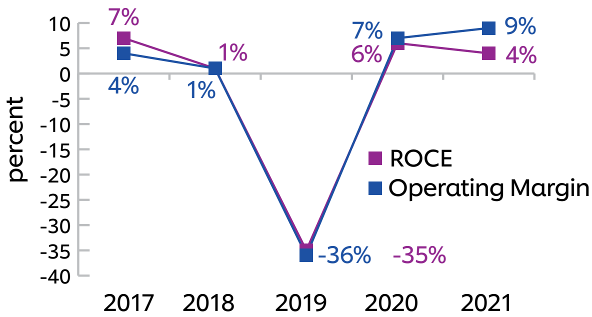
Five-Year Financial Review

Earnings (Loss) & Dividends Per Share (cents)



Operating Margin & Return on Capital Employed (Percent)



	2021	2020	2019	2018	2017
Operating Performance					
Turnover (TT$000)	233,186	290,009	284,548	317,815	464,042
Earnings (loss) before interest and tax (TT$000)	19,877	21,464	(103,280)	4,534	19,515
Profit (loss) before taxation (TT$000)	24,633	24,949	(99,065)	7,847	19,163
Taxation (TT$000)	(7,702)	(6,342)	23,548	(1,490)	(8,693)
Profit (loss) after taxation (TT$000)	16,931	18,607	(75,517)	6,357	10,470
Profit (loss) from discontinued operations, net of tax (TT$000)	171,881	-	(418)	162,167	-
Profit (loss) for the year (TT$000)	188,812	18,607	(75,935)	168,524	10,470
Return on stockholders' equity	39.6%	6.4%	-29.2%	45.3%	4.5%
Return on capital employed	3.8%	6.4%	-34.7%	1.0%	6.6%
Operating margin	8.5%	7.4%	-36.3%	1.4%	4.2%
Liquidity Indicators					
Current ratio	4.2	2.5	1.8	2.8	1.4
Net current assets (TT$000)	372,200	145,771	124,594	239,014	65,383
Capital Structure and Long-Term Solvency Ratios					
Stated capital (TT$000)	26,244	26,244	26,244	26,244	26,244
Capital reserves (TT$000)	36,568	36,568	35,643	35,643	35,643
Dividends (TT$000)	118,097	15,746	-	59,049	8,398
Special dividend (TT$000)	-	-	-	-	11,547
Retained earnings (TT$000)	414,131	228,775	198,346	309,722	172,433
Total stockholders' funds (TT$000)	476,943	291,587	260,233	371,609	234,320
Total liabilities (TT$000)	165,495	144,987	202,146	193,834	210,570
Capital employed (TT$000)	524,641	336,234	297,291	432,951	296,096
Earnings and Dividends					
Earnings (loss) per share (TT¢)	719	71	(289)	642	40
DPS (TT¢)	450	60	-	225	32
Special dividend (TT¢)	-	-	-	-	44
Market Indicators					
Price earnings ratio	2.25	23.48	(7.96)	3.58	72.50
Dividend cover	1.60	1.18	0.00	2.85	1.25
Dividend yield (%)	27.78	3.60	0.00	9.79	1.10
Share price at 31 December (TT$)	16.20	16.65	23.00	22.99	29.00
Net asset value per share unit	18.17	11.11	9.92	14.16	8.93

Financial Highlights

TURNOVER	OPERATING PROFIT (% OF TURNOVER)	PROFIT BEFORE TAX (% OF TURNOVER)
-19.6%	8.5%	10.6%
2020: 1.9%	2020: 7.4%	2020: 8.6%

EARNINGS PER SHARE	TOTAL DIVIDEND PER SHARE
TT$ 7.19	TT$ 4.50
2020: TT$0.71	2020: TT$0.60

TOTAL SHAREHOLDERS' RETURN	RETURN ON CAPITAL EMPLOYED
24.3%	3.8%
2020: (25)%	2020: 6.4%

"Having access to the global network of the group's sourcing units has also been vital during 2021 in order to secure product supply as much as possible during a year of unprecedented supply chain disruptions."

Rodrigo Sotomayor
Chairman

Our Group Strategy

A belief that sustainable business drives superior performance lies at the heart of the Unilever Compass.

Unilever Caribbean Limited's (UCL's) Strategy is aligned with that of the International Unilever Group and in keeping with local realities and priorities. We seek to create shareholder value and to fulfill our purpose and vision.

Our strategic choices and actions will help us fulfil our purpose and vision

Develop our portfolio into high growth spaces

Hygiene	Skin care	Prestige beauty	Functional nutrition	Plant-based foods

Win with our brands as a force for good, powered by purpose and innovation

Improve the health of the planet	Improve people's health, confidence and wellbeing	Contribute to a fairer, more socially inclusive world	Win with differentiated science and technology

Accelerate in USA, India, China and key growth markets

Build further scale in USA, India and China	Leverage emerging market strength

Lead in the channels of the future

Accelerate pure-play and omnichannel eCommerce	Develop eB2B business platforms	Drive category leadership through shopper insight

Build a purpose-led, future-fit organisation and growth culture

Unlock capacity through agility and digital transformation	Be a beacon for diversity, inclusion and values-based leadership	Build capability through lifelong learning

Our Group Strategy (continued)

Operational Excellence through the 5 Growth Fundamentals

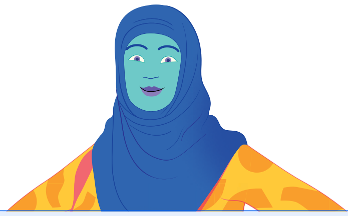
1. Purposeful brands
2. Improved penetration
3. Impactful innovation
4. Design for channel
5. Fuel for growth

Our growth creates value through a multi-stakeholder model

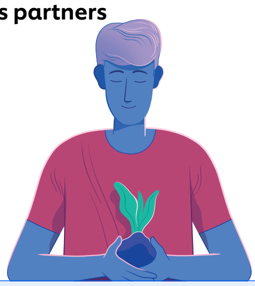
Our people

Consumers

Customers



Suppliers & business partners



Planet & society

Shareholders

Our Multi-Year Financial Framework

- Competitive growth
- Profit growth
- Cash generation
- Savings
- Restructuring investment
- Return on invested capital
- Net debt

Our Group Strategy (continued)

Our Compass sustainability commitments will help us deliver our purpose and vision.

Win with our brands as a force for good, powered by purpose and innovation

Improve the health of the planet

Climate action

- Net zero emissions across our value chain by 2039
- Halve greenhouse gas impact of our products across the lifecycle by 2030
- Zero emissions in our operations by 2030
- Replace fossil-fuel-derived carbon with renewable or recycled carbon in all our cleaning and laundry product formulations by 2030
- Communicate a carbon footprint for every product we sell

Protect and regenerate nature

- Deforestation-free supply chain in palm oil, paper and board, tea, soy and cocoa by 2023
- Help protect and regenerate 1.5 million hectares of land, forests and oceans by 2030
- 100% sustainable sourcing of our key agricultural crops
- Empower farmers and smallholders to protect and regenerate farm environments
- Implement water stewardship programmes in 100 locations in water-stressed areas by 2030
- 100% of our ingredients will be biodegradable by 2030

Supported by our €1 billion Climate & Nature Fund

Waste-free world

- 50% virgin plastic reduction by 2025, including an absolute reduction of 100,000 tonnes
- 25% recycled plastic by 2025
- Collect and process more plastic than we sell by 2025
- 100% reusable, recyclable or compostable plastic packaging by 2025
- Halve food waste in our operations by 2025
- Maintain zero non-hazardous waste to landfill in our factories

Improve people's health, confidence and wellbeing

Positive nutrition

- €1 billion annual sales from plant-based meat and dairy alternatives by 2025-2027
- Double the number of products sold that deliver positive nutrition by 2025
- 70% of our portfolio to meet WHO-aligned nutritional standards by 2022
- 95% of packaged ice cream to contain no more than 22g total sugar per serving by 2025
- 95% of packaged ice cream to contain no more than 250 kcal per serving by 2025
- 85% of our Foods portfolio to help consumers reduce their salt intake to no more than 5g per day by 2022

Respect human rights

Respect and promote human rights and the effective implementation of the UN Guiding Principles, and ensure compliance with our Responsible Sourcing Policy

Our Group Strategy (continued)

Win with our brands as a force for good, powered by purpose and innovation

Contribute to a fairer and more socially inclusive world

Health and wellbeing

Take action through our brands to improve health and wellbeing and advance equity and inclusion, reaching 1 billion people per year by 2030. We will focus on:

- Gender equity
- Race and ethnicity equity
- Body confidence and self-esteem
- Mental wellbeing
- Hand hygiene
- Sanitation
- Oral health
- Skin health and healing

Equity, diversity and inclusion

Achieve an equitable and inclusive culture by eliminating any bias and discrimination in our practices and policies

Accelerate diverse representation at all levels of leadership

5% of our workforce to be made up of people with disabilities by 2025

Spend €2 billion annually with diverse businesses worldwide by 2025

Increase representation of diverse groups in our advertising

Raise living standards

Ensure that everyone who directly provides goods and services to Unilever will earn at least a living wage or income by 2030

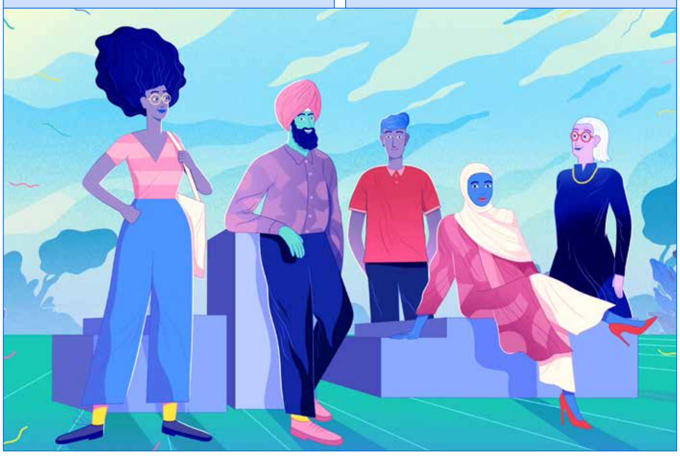
Help 5 million small and medium-sized enterprises grow their business by 2025

Future of work

Help equip 10 million young people with essential skills by 2030

Pioneer new models to provide our employees with flexible employment options by 2030

Reskill or upskill our employees with future-fit skills by 2025



Our responsible business fundamentals

- Business integrity
- Safety at work
- Employee wellbeing
- Product safety and quality
- Responsible innovation
- Responsible advertising and marketing
- Safeguarding data
- Engaging with stakeholders
- Responsible taxpayer
- Committed to transparency

Chairman's Report

2021 was a transformational year for Unilever Caribbean Ltd, where despite a challenging environment, it continued to improve its profitability. The Company approved the sale and transfer of its tea business, effective October 1st, which was a result of the Unilever Group's intention to separate and sell its global tea business, which subsequently occurred on November 18th. The Company also implemented a significant change to its warehousing and distribution at the start of the year, generating considerable savings.

Performance

The business continued to face challenging market conditions throughout the year from the continued economic impact of COVID-19 on both the local and regional markets, the lock-downs in the economy, as well as unprecedented global supply chain disruptions. Despite these challenges, the Company recorded a net profit of $188.8 million, of which $164.4 million was directly related to the sale and transfer of the tea business. Beyond the income from the transfer of the tea business, the Company generated a net profit of $24.4 million, which represents an increase of 31.1% versus the prior year, with only 9 months of operations for teas. The profit for continuing operations which excluded the tea business was $16.9 million. The Company is maintaining its continued focus on improving the profitability of the company. The final cash position increased from $75.4 million to $118.1 million through a continued focus on credit collection and working capital optimisation.

Revenue for the year reported under continuing operations reduced to $233.2 million, which excludes teas. This represents a total decline of -3.7% versus the comparable prior year. The Home Care category saw a decline in revenue versus the prior year, but the Beauty and Personal Care category enjoyed another strong year, with significant revenue growth in both the local and regional markets, which is in line with the Company strategy to drive growth in this category through investments in consumer marketing, impactful innovations and growing market share. Growing its more profitable business segments remains to be a key strategic focus of the Company.

Returns to Shareholders

With a total earnings per share of $7.19, driven by the strong performance of the year, and the sale of the tea business, taking into consideration the solid cash position of the Company, the Directors have declared a final dividend of $4.30 per ordinary share. This brings the total dividend in respect of 2021 to $4.50.

Portfolio

UCL is part of the Unilever Group, which benefits significantly from strategic consultations, technology and training to the local operations. Globally the group is focused on the Beauty and Personal Care, Foods, Refreshments and Home Care categories and as a result of the increased focus on growing profitably in the Beauty and Personal Care category, the Company is aligning itself more with the Group's strategic direction. This enables UCL to better leverage group resources and expertise to accelerate its profitable growth. Having access to the global network of the group's sourcing units has also been vital during 2021 in order to secure product supply as much as possible during a year of unprecedented supply chain disruptions.

Board Composition and Succession

At the end of 2021, Alejandro Graterol retired from the board. I would like to thank Alejandro for his valued and outstanding contribution to the Company over the years. Alejandro joined the board in 2017, and

Chairman's Report (continued)

> **With a total earnings per share of $7.19, driven by the strong performance of the year, and the sale of the tea business, taking into consideration the solid cash position of the Company, the Directors have declared a final dividend of $4.30 per ordinary share. This brings the total dividend in respect of 2021 to $4.50.**

helped guide the Company with his tremendous Supply Chain and Manufacturing expertise through the big transformations that occurred within the Company over the last few years. On behalf of the board and the Company we would like to thank him for all the effort, and wish him the best in his future endeavors. Alejandro's replacement in the board will be announced in due course.

Looking Ahead

Looking ahead, I believe that the Company can continue to deliver value to the community and its stakeholders, through keeping the focus on growing its most beneficial categories, while continuing to drive impactful innovations. It is well equipped to withstand challenging economic circumstances in the markets and can leverage its global network to withstand the global supply chain constraints whilst keeping the focus on delivering sustainable and profitable growth. The Company will remain focused on supporting its brands and people to grow and thrive, thus making sustainable living commonplace and the continuous improvement of its profitability.

Acknowledgement

The continuous support of customers, business partners and shareholders has been greatly appreciated, and the Company would like to express its special gratitude for the exceptional commitment and effort from the employees over the past year.

Rodrigo Sotomayor
Chairman

> **Beyond the income from the transfer of the tea business, the Company generated a net profit of $24.4 million, which represents an increase of 31.1% versus the prior year.**

Rodrigo Sotomayor
Chairman

Board of Directors

Rodrigo Sotomayor
Chairman
Executive Director

Nationality
Paraguayan
Age 45, Male
Appointed April 2020

Rodrigo Sotomayor was appointed Chairman of the Board of Directors in April 2020. Mr. Sotomayor brings extensive experience in Finance, Customer Development and General Management having held senior leadership positions in operating companies in Argentina, Paraguay and Dominican Republic. He brings further expertise from the management of complex regional structures in Latin America Marketing Operations and now the Caribbean Region.

Rodrigo has over 24 years' experience at Unilever having joined the operations in Paraguay in 1996. He has worked in the areas of Finance and Customer Development before being promoted to General Manager of Unilever Paraguay in 2017. He was subsequently appointed VP of the Unilever Caribbean Region in 2019 where he oversees the operations, the strategic direction and implementation in all the Caribbean markets under his horizon. He holds a Bachelor's degree in Business Management from the Universidad Americana, Paraguay, a post graduate degree in Finance from the Universidad Torcuato Di Tella, Argentina and has attended the BOT General Management Program in the IMD, Switzerland.

Jean-Marc Mouttet
Managing Director
Executive Director

Nationality
Trinidadian
Age 55, Male
Appointed Nov 2020

Jean-Marc Mouttet was appointed Managing Director in November 2020 having joined Unilever Caribbean Limited in September 2019 as National Sales Manager. He is a seasoned business professional with over 30 years' experience in General and Commercial Management with Multinational and Regional Distribution and FMCG Companies, managing businesses and building global brands across the Caribbean Region.

He is responsible for leading the senior leadership team through the strategic transformation to a sustainable profitable growth model. He has relevant experience in delivering sustainable growth through Strategic Brand and Consumer Marketing, Sales and Customer Development, Distributor Management, and the creation of high-performance teams. Mr. Mouttet holds a BSc. in Marketing and has worked in Trinidad, Malta and The Dominican Republic.

Nicholas Gomez
Non-Executive Director

Nationality
Trinidadian
Age 57, Male
Appointed May 2018

AC

Nicholas Gomez is a member of the Board and the Chairman of the Audit Committee. He is currently the Executive Chairman of Gravitas Business Solutions Limited.

Mr. Gomez has over 30 years of public accounting experience having worked at one of the world's leading auditing firms (Ernst and Young) serving a diversified portfolio of clients in the financial services sector, consumer and industrial products, retail and distribution, public companies, multi- nationals and other large regional and domestic clients. He has served as EY's Country Managing Partner locally and a leader of EY's Regional Assurance operations.

He sits on various Boards in the insurance, banking, pharmaceutical, FMCG, energy related and retail sectors and with a conglomerate locally and in the Caribbean.

Nicholas is a Fellow of the Association of Chartered Certified Accountants (FCCA) of the UK and a Member of the Institute of Chartered Accountants of Trinidad and Tobago (ICATT).

Camille Chatoor
Non-Executive Director

Nationality
Trinidadian
Age 52, Female
Appointed July 2019

AC

Camille Chatoor was appointed to the Board of Directors and the Company's Audit Committee in 2019.

She has held various leadership positions as a Brand Manager, Trade Marketing Manager, CARICOM District Manager, Sales and Marketing Director and now General Manager. She has also operated within the Unilever Caribbean Ltd marketing function.

She is a seasoned professional able to deliver successfully on the financial and operational goals and objectives for her current employer Caribbean Bottlers T&T Ltd and past organisations. She is also a director for Trinidad & Tobago Chamber of Commerce.

Mrs. Chatoor graduated from Howard University in 1991, Magna Cum Laude, with a B.A. in Business Administration with a concentration in Marketing.

Danielle Chow
Non-Executive Director

Nationality
Trinidadian
Age 63, Female
Appointed Oct 2019

AC

Danielle Chow was appointed a Non-Executive Director and a Member of the Company's Audit Committee in 2019. She is an attorney at law and former senior business executive who has worked in multinational environments both in the fast moving consumer goods and in the financial services industries. She has led teams in legal, corporate governance, external affairs, human resources, security, business continuity, electoral management and sustainability functions. She is currently a director of another publicly listed FMCG company and sits on its Corporate Governance Committee. In 2016,by Presidential appointment , she became a Commissioner of the local electoral management body an independent constitutionally created Commission and chairs its Communication Committee. She holds a Bachelor of Laws from The University of the West Indies and having received a Legal Education Certificate from the Hugh Wooding Law School, was admitted to practice in Trinidad and Tobago.

Tim Grothauzen
Executive Director

Nationality Dutch
Age 30, Male
Appointed Sep 2020

Tim Grothauzen was appointed to the Board of Directors in 2020 and is currently the Company's Finance Director.

Mr. Grothauzen has extensive experience in Unilever across different areas, having worked in Customer Development, UniOps, Supply Chain Finance and Finance Project Management Office. He has international experience in Unilever, having worked for the Company in The Netherlands, Mexico and Trinidad & Tobago.

He holds a Bachelors Degree in Business Economics and a Masters degree in Finance from Tilburg University, The Netherlands, where he graduated Cum Laude.

Board of Directors (continued)

Jorge Enrique Rodriguez
Executive Director

Nationality Mexican
Age 40, Male
Appointed Oct 2018

Jorge Enrique Rodriguez is a member of the Board and is currently the Supply Chain Finance Director for North Latam. He is an accountant and financial professional.

He has worked in the Unilever Group for 15 years. He has operated as Brand Building Finance Manager, Foods Solutions Finance Manager for North Latin America, Corporate Chief Accountant Mexico, Greater Caribbean Financial Controller, National Finance Manager Puerto Rico, Director of Financial, Customer Development Finance Director Mexico and Controlling Unilever Mexico.

He holds a B.A. in Finance from the Universidad del Valle de Mexico, having graduated with honours.

Key Areas of Experience of Directors and Board Attendance

	Rodrigo Sotomayor	Nicholas Gomez	Jean-Marc Mouttet	Camille Chatoor	Danielle Chow	Tim Grothauzen	Jorge Enrique Rodriguez
Demonstrated Leadership	✓	✓	✓	✓	✓	✓	✓
Strategic Marketing	✓		✓	✓			
General Management	✓	✓	✓	✓	✓		
International Business	✓	✓	✓	✓	✓	✓	✓
Local Market Knowledge		✓	✓	✓	✓	✓	
Marketing/Sales FMCG	✓		✓	✓			
Accounting/Audit Expertise	✓	✓				✓	✓
Corporate Governance		✓			✓		
Business Risk Management	✓	✓	✓		✓	✓	✓
Distribution Knowledge	✓		✓	✓		✓	✓
Caribbean Market Expertise	✓	✓	✓	✓	✓	✓	✓
Human Relations/Comp/Succession	✓	✓	✓	✓	✓	✓	✓
Attendance at planned Board Meetings	7/7	7/7	7/7	7/7	7/7	7/7	7/7

Governance Report

Unilever's Structure

Unilever Caribbean Limited (UCL) is a public limited liability company, listed on the Trinidad and Tobago Stock Exchange and registered in compliance with the Companies Act, 1995 as Company No. U464 (C). It is a subsidiary of Unilever Overseas Holdings AG, a wholly owned subsidiary of Unilever plc. The principal business activity is the sale of Home Care, Personal Care and Foods and Refreshment products.

The company has been operating in Trinidad and Tobago since 1929, and until 2004, traded under the name of Lever Brothers West Indies Limited.

UCL's purpose is to make sustainable living commonplace, and the vision is to be the leader in sustainable business. The Company strives to develop brands that are a force for good, improving the health of our planet and people's health and wellbeing, while contributing to a fairer, more inclusive society wherever it operates.

Board Of Directors

Our Board of Directors has ultimate responsibility for the Company's management, general affairs, direction, performance and long-term success. The responsibility of the Directors is collective, taking into account their respective roles as Executive and Non-Executive Directors. The balance of Executive to Non-Executive Directors, plus the Chairman and Managing Director, ensures that the Board is able to exercise independent judgement based on management information, to arrive at proper and objective assessment of issues. For the year under review, no relationships or circumstances affecting the Directors' independent judgement arose.

Throughout 2021, the Directors exercised the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

The Board is diversified by nationality and gender and represents a strong team with a broad range of professional backgrounds and styles. In accordance with shareholder approval at an Annual Meeting, Directors are provided with fees inclusive of an attendance fee for meetings. Executive Directors and Directors who are employees of the Unilever Group or any of its affiliates are not paid fees. All fees are approved by the shareholders.

The Board has delegated the management and operation of UCL to the Managing Director and the Country Leadership Team with the exception of the following matters which are reserved to the Board: structural and constitutional matters, corporate governance, approval of dividends, approval of overall strategy, and approval of significant transactions or arrangements in relation to mergers, acquisitions, joint ventures, litigation, financial matters and pensions.

Leadership Team

The Managing Director can delegate any of his powers to the members of his Leadership Team and to other professionals and experts. He determines their roles, activities and responsibilities, supervises them and they report to him. Leadership Team members (other than the Managing Director and the Finance Director) are not part of the Board's decision-making process, however, they do provide the Board with deeper operational insights and may be invited to attend specific parts of Board meetings.

The Leadership Team currently consists of the Managing Director, Finance Manager, Sales Manager, Human Resources Country Lead, Supply Chain Leader and Marketing Manager.

Board Committees

The Board's Audit Committee provides oversight of the integrity of UCL's financial statements, risk management and internal control arrangements, legal and regulatory requirements, internal and external auditors' performance. It reports its findings to the Board. The Committee gives due considerations to all relevant laws, regulations, governance codes, listing and other applicable rules as appropriate. It comprises of three (3) Non-Executive Directors consistent with the Company's Bye-laws and is chaired by one of them who is a financial expert consistent with the Company's Bye-laws. The Chairman of the Committee attends the Shareholder Meetings and is available to answer questions referred to him by the Chairman of the Board.

Board Effectiveness

Board Meetings

The Board meets at least four times per calendar year to consider important corporate events and actions, and can schedule additional ad hoc meetings. The Chairman set the agendas for those meetings and ensured that the Directors received accurate, timely and clear information. He also promoted effective relationships and open communication between the Executive and the Non-Executive Directors.

Attendance

If a Director was unable to attend a Board meeting, she or he had the opportunity to discuss any agenda items with the Chairman beforehand.

Independence and Conflicts

During 2021, the Board ensured that there were effective procedures in place to avoid conflicts of interest by Board members in accordance with Unilever Caribbean's Business Integrity Code. A Director may not vote on, or be counted in a quorum in relation to any resolution of the Board in which she or he has a conflict.

Our Shares

Share Capital

UCL's issued and fully paid share capital on 31 December 2021 was 26,243,832 ordinary shares with a market capitalisation of TT$425,150,078.40.

Listings

UCL's ordinary shares are listed on the Trinidad and Tobago Stock Exchange.

Voting Rights

UCL shareholders, proxy holders or individuals authorised to represent a shareholder who is not present in person shall have one vote on a show of hands. Upon a ballot, each shall, subject to the articles, have one vote for every share held by the Shareholder. The Board is committed to facilitating the ownership rights of all shareholders including minority shareholders. The Voting Rights also pertain to virtual meetings.

Shareholders' Meeting

The Company's Annual Meeting is convened each year. At this meeting, the Chairman gives his thoughts on governance aspects of the preceding year and the Managing Director gives a detailed review of the performance of UCL over the last year. Shareholders are encouraged to attend this meeting. Provision is made at Annual Meetings for shareholders to have the opportunity to engage with the Directors and Management.

The appointment of external auditors is considered at this meeting. External auditors are welcomed to and are entitled to address the meeting.

These stipulations also pertain to virtual meetings.

Corporate Governance Compliance

The Board has established and drives clear and transparent systems of corporate governance that meet regulatory requirements and best practice. UCL conducts its operations in accordance with accepted principles of good governance, based on Unilever's international policies and principles. In 2021, the Company sought to:

- Consistently apply the framework for effective governance aligned with Unilever's Corporate Governance
- Strengthen the composition and performance of the Board and the Audit Committee
- Reinforce loyalty and independence
- Foster accountability
- Strengthen relationship with shareholders

The Company also has policies and principles in place that set the standard for the way it does business, and all of its employees are required to comply with these. The Business Integrity Code sets out the standards required from all employees and Directors. The Code Policies cover a number of areas, including anti-bribery and corruption, respect, dignity and fair treatment of people, personal data and privacy, and Engaging Externally. Together, the Code and Code Policies help us put our values of Integrity, Respect, Responsibility and Pioneering into practice.

Improving corporate governance is a continuous process and the Directors remain committed to ensuring that UCL's governance processes and culture continue to reflect the standards that are expected by society.

Report of the Audit Committee

The Audit Committee is a subcommittee of the Board of Directors and its responsibilities include, but are not limited to, the following matters:

- oversight of the integrity of Unilever Caribbean Limited's (UCL) financial statements
- oversight of risk management and internal control arrangements
- oversight of compliance with legal and regulatory requirements
- oversight of the external auditors' performance, objectivity, qualifications and independence; and the performance of the internal audit function
- provides opinions and advice on matters relating to the financial position and risk management functions of the Company as requested by the Board in accordance with Section 26.3 of the Company's Bye Laws

All relevant matters arising are brought to the attention of the Board.

On an annual basis, the Committee's terms of reference are reviewed taking into account relevant legislation and good principles and practice.

Membership of the Committee

In accordance with Section 26.1 of the Company's Bye Law No 1 and the Companies Act, its membership comprises of independent Directors who are elected annually. The Committee is currently chaired by Nicholas Gomez, a financial expert, with the other members being Camille Chatoor and Danielle Chow. The Board has satisfied itself that the members of the Audit Committee are competent in financial matters and have recent and relevant experience.

Other attendees at Committee meetings (or part thereof) include the Managing Director, the Finance Director, Internal Auditor, the External Auditor (KPMG) and any other party deemed necessary by the Members.

All members were in attendance at the five (5) Audit Committee Meetings held in 2021 and due to the COVID-19 pandemic restrictions, these meetings have been held virtually.

How the Committee has Discharged its Responsibilities

A. Highlights of 2021

In the continuation of the Company's transformational journey the following matters are reported as key highlights:

- Review of the Annual Report and Accounts in keeping with International Financial Reporting Standards (IFRS)requirements and principles of good governance
- Monitoring of the recommendations highlighted through internal audit examinations of:
    - o Pensions Funding and Investment
    - o Regulatory Product Compliance
- Assessment and impact consideration of contingent liabilities
- Accounting considerations relating to the sale of the Teas business with the relinquish of the trademark licencing arrangements, distribution rights in local and export markets, goodwill and other intellectual property rights
- Accounting considerations relating to assets held for sale- Equipment, land and buildings
- Accounting for asset impairment and restructuring provisions and disclosures
- Measurement of employee benefit obligations
- Considerations of the impact of foreign exchange in the domestic economy
- Financial considerations and implications of the expiration of the agreement with Upfield for the manufacture of Spreads and sale of production assets which is due to end in 2022

Report of the Audit Committee (continued)

B. Financial Statements

The Committee reviewed, prior to publication:

- the quarterly financial press releases together with the associated internal quarterly reports
- the half year report from the Finance Director and the Managing Director
- the full-year results and the external auditors' report
- this Annual Report and Accounts

These reviews incorporated the accounting policies and significant judgements and estimates underpinning the financial statements as disclosed within Note 3.

Particular attention was paid to the following significant issues in relation to the financial statements which were discussed and agreed with the External Auditors:

- Timing of revenue recognition – refer *Note 4(p) and accompanying Note 17 in the financial statements.*
- Valuation of Assets Held for Sale - refer disclosure *Note 4(c) and accompanying Note 8 and Note 29 in the financial statements*
- Measurement of employee benefit obligations – refer to *Note 3(A)(i), accounting policy disclosure Note 4(m) and accompanying Note 9*

In addition to these, KPMG, as required by auditing standards, also considered the risk of management override of controls. Nothing has come to either our attention or the attention of KPMG to suggest any material suspected or actual fraud relating to management override of controls.

For each of the above areas the Committee considered the key facts and judgements outlined by management. Members of management attended the section of the meeting of the Committee where their item was discussed to answer any questions or challenges posed by the Committee. The Committee was satisfied that there are relevant accounting policies in place in relation to these significant issues and management has correctly applied these policies.

The Committee is satisfied that, taken as a whole, the Unilever Caribbean Limited Annual Report and Accounts for 2021 is fair, balanced and understandable and provides the necessary information for shareholders to assess the Company's position and performance, business model and strategy.

C. Risk Management and Internal Control Arrangements

Unilever Caribbean Limited's overall approach to risk management and control, and its processes, outcomes and disclosure were reviewed and this including the following:

- the yearly report detailing the risk identification and assessment process, together with any emerging risks identified by management. 2021 corporate risks for which the Audit Committee had oversight and the proposed 2022 corporate risks identified
- Quarterly Risk and Control Status Report including a summary of control deficiencies identified through control testing
- 2021 annual financial plan
- 2021 Interim and Final dividend proposals
- analysis of the evolving situation with respect to COVID 19 Pandemic including the implications on business risk management activities and impact on the overall control environment

In fulfilling its oversight responsibilities in relation to risk management, internal control and the financial statements, the Committee met regularly with senior members of management, was satisfied that the process had worked effectively and is satisfied with the key judgements taken.

D. Internal Audit Function

The Committee discussed and agreed the audit plan for the Internal Audit function for the year. It reviewed interim and year-end summary reports and management's responses.

The Committee has also considered the performance of the internal audit and was satisfied with the effectiveness of the function.

The Committee met independently with the Internal Auditor and discussed the results of the audits performed during the year.

E. Audit of the Annual Accounts

KPMG, Unilever Caribbean Limited's external auditors, which is an independent registered public accounting firm, has reported in depth to the Committee on the scope and outcome of the annual audit. Its report included audit and accounting matters, governance and control and accounting developments.

Report of the Audit Committee (continued)

The Committee held independent meetings with the external auditors during the year and reviewed, agreed, discussed and challenged their audit plan, including their assessment of the financial reporting risk profile of Unilever Caribbean Limited. The Committee discussed the views and conclusions of KPMG regarding management's treatment of significant transactions and areas of judgement during the year. The Committee considered these views and comments and is satisfied with the treatment in the financial statements.

The Committee also met with the External Auditors without members of management present allowing the Committee to discuss openly matters relevant to the effective execution of the external audit.

External Auditors

KPMG has been Unilever Caribbean Limited's auditors since 2014 and shareholders approved their re-appointment as the Company's external auditors at the Company's last Annual Meeting.

In order to avoid the possibility that the external auditors' objectivity and independence be compromised both Unilever Caribbean Limited and KPMG have safeguards in place, such as audit partner rotation and the restriction on non-audit services that the external auditors can perform. KPMG has issued a report to the Committee outlining the general procedures to safeguard independence and objectivity, disclosing the relationship with the Company and confirming their audit independence.

Each year, the Committee assesses the effectiveness of the external audit process which includes discussing feedback from the members of the Committee and stakeholders at all levels across Unilever Caribbean Limited.

The Committee also reviewed the statutory audit and audit related services provided by KPMG and compliance with Unilever Caribbean Limited's approved approach. The Company prohibits certain types of engagement by the external auditors, which include bookkeeping and similar services, internal audit, valuation, actuarial and legal services.

On the recommendation of the Committee, the Directors will be proposing the re-appointment of KPMG at the next Annual Meeting.

Evaluation of the Audit Committee

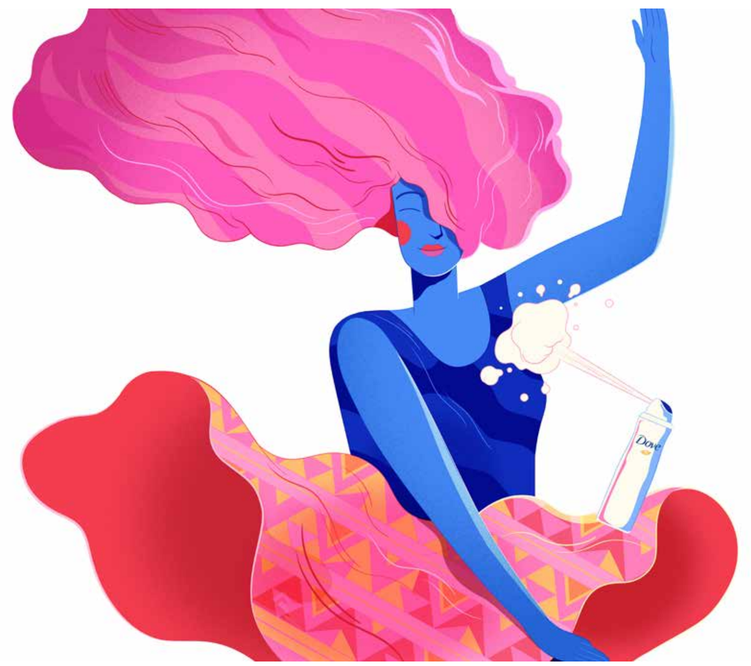
The Committee and its attendees performed an evaluation of its performance in 2021. Based on member and management participant feedback the overall results were deemed Very Satisfactory. There were a few areas identified which requires additional focus and management and the Committee assures that these will be satisfactorily addressed.

The Committee has agreed that it would continue to develop its knowledge of the Company's operations and undertake planned on site visits when pandemic restrictions at its location are lifted.

Nicholas Gomez
Chair of the Audit Committee

Camille Chatoor

Danielle Chow



Managing Director's Review

In 2021, Unilever Caribbean Ltd continued its transformation journey to a future fit organisation committed to Consumer Love, building brands with purpose, delivering consistent, profitable, and responsible growth to our stakeholders.

Amidst the second year of the pandemic, the local and regional markets continued to face the headlined economic challenges with lengthy sector lockdowns that disrupted conventional consumer purchasing trends and restricted disposable income. Globally we endured considerable supply chain disruptions, cost increases from material inputs and finished goods, escalating freight rates and shipping delays as the world economy slowly began to rebound. In the face of these challenges UCL continued to adjust to the changing environment, moving to protect its operating margins, soften the supply chain constraints, decreasing warehouse and distribution costs while still investing in the consumer to drive future growth. The Company also approved the sale and transfer of its tea business in the latter part of the year as the Unilever Group exited the global Tea business.

Despite the challenging headwinds the company delivered another credible performance in 2021. We were able to mitigate many of the external challenges and delivered a 31% increase in net profit over the prior year when you exclude the proceeds from the transfer of the tea business. Although underlying sales growth fell -3.7% on continuing business operations vs the prior year we improved Gross margins through smart sourcing and optimised pricing and improved sales mix. Our focus on cost controls resulted in more than 25% reduction vs the prior year through lowering our Selling & Distribution, Marketing and Administration costs. We continued to drive an improved mix with significant growth in the higher value categories whilst improving margins on the traditional Home Care base. We continued to optimise TMI spend and give oxygen to our brands through focused BMI investments.

The Home Trade faced the greatest adversity primarily through suppressed sales of laundry detergents in the Home Care category. The economic lockdowns and extended closure of schools, work from home and lockdown of HORECA and other sectors stymied consumer need for the category. We continued to diversify our mix by driving strong category growth in the Beauty & Personal Care segments through impactful innovations, growing market share solidifying the leadership positions. The

"Our focus on cost controls resulted in more than 25% reduction vs the prior year."

Jean-Marc Mouttet
Managing Director

Managing Director's Review (continued)

Dove brand maintained its prevalence in deodorants and skin cleansing and expanded the equity into new categories including Baby care.

Sales to the regional markets showed a strong rebound over the prior year with a encouraging USG and a sharp recovery in margins. The company saw a good recovery of Home Care in key markets including Barbados and Suriname. However, remained relatively constrained due to shipping and product availability issues in H2 across major sourcing units. The Territories also showed strong USG recovery in Beauty and Personal Care category as our smart sourcing allowed us to profitably capture share from the parallel trade.

Influential Brands - Winning Consumer Innovations

2021 was another landmark year for innovation and renovation across the major categories. The Unilever brands continue to lead and shape the local market through relevant consumer driven innovation. We successfully re-launched Breeze Liquid in new formulas setting the stage for the rebound of the category in 2022 and beyond. Home Care also saw a new line extension of Breeze Blush powdered detergent and packaging renovations of Comfort Fabric softener. We introduced an extension of the CIF surface cleaner with a 2 in 1 Gel which added an Antibacterial claim to the market leading brand. We introduced a new and improved formula and effective promotions for our leading hand dish washing brand Quix.

Building on our successes of Suave Naturals in the hair care segment, we successfully introduced the Shea Moisture range of ethnic hair and skin care products designed for Caribbean women which will become core strategic brand in the years ahead. We expanded our Dove master brand into new categories including Baby Care with Dove Baby wash and a significant entry into the antibacterial segment with Dove Care and Protect with hand wash and bath gel variants. The smart sourcing of the range allowed us to pull significant market share across the region. The Lifebuoy brand continued the sponsorship of the 2021 edition of the CPL with brand exposure across the region.

Consumer Love

Consumer Love continues to be one of our guiding principles and remains embedded in our commercial strategy. In 2021 we continued to work closely with our distribution partners and Key Accounts throughout the supply chain interruptions to ensure the best possible pipeline and inventory holdings to minimise disruptions to our customers and consumers. We continued to invest heavily in visibility projects with our Key Accounts ensuring best in class consumer touch points and relevant promotions to shoppers. At UCL we ensure that we maintained close contact with consumers throughout the pandemic and engaged in active market research and consumer connections providing the insight for future growth. We maintained our Joint Business Planning process with our Key Accounts and Distributor partners, many times virtually, to preserve our strong customer relationships.

Our People – Our Competitive Advantage

Unilever's sustainable competitive advantage resides in our people, and we continue to build on our talent pipeline. Strong talent identification processes and succession planning has allowed us to nurture and promote our current colleagues in critical roles and attract strong external talent to bring a fresh perspective. At Unilever, we continue to strive in creating an inclusive workforce that embraces diversity and extracts the best principles to strengthen and improve our business. We maintained our strict pandemic work protocols throughout 2021 to ensure the health and safety our employees including our agile work from home measures, a hybrid of which is still enforce today. In 2021 we again celebrated another year of Zero Loss Time Accidents arising from increased focused on safety. The health and safety of our staff will continue to be at the forefront of our operations.

Vote of Thanks

The Company welcomes the continued support of our consumers, customers, distributor partners and shareholders and would like to express our gratitude to all our Unilever colleagues for the tremendous professionalism, commitment, and resilience despite the challenges. I would like to thank our dedicated Board of Directors, our Greater Caribbean colleagues, and the North LATAM Leadership team for their guidance and commitment that has led to the solid results. We are emerging from the pandemic stronger and more united by holding to our core values and remain focused on our fulfilling our Purpose – To Make Sustainable Living Commonplace.

Jean-Marc Mouttet
Managing Director

Leadership Team

Jean-Marc Mouttet
Managing Director

Jean-Marc Mouttet is an accomplished executive with over 30 years' experience in General and Commercial Management in Multinational and Regional FMCG companies (Beauty, Personal Care, Homecare, Beverages, Food and Refreshment) having worked in Trinidad, Malta and the Dominican Republic and across the Caribbean. He has a proven track record in the marketing, management and commercial development of local, regional and international brands in close collaboration with the Sales, Supply Chain, Production, Technical, Logistics and Finance divisions. His experience includes directing international advertising, communication, media, promotional and research agencies to achieve defined objectives.

Prior to his appointment as Managing Director on 13 November, 2020, he held the position of National Sales Manager at UCL since Sptember 2019.

Mr. Mouttet holds a B.Sc. Degree in Marketing from Barry University, Florida, United States of America.

Moonieram Maraj
Customer Development Executive

Moonieram Maraj is a highly proficient executive with over 10 years of experience in the FMCG business, having served Unilever in various capacities including Supply Chain Accountant, Management Accountant and Sales Manager.

Prior to his appointment as National Sales Manager for the Unilever Caribbean Ltd business in November 2020, he held the position of Territories Sales Manager, responsible for the sustainable development of all commercial accounts in the English and Dutch Caribbean under UCL. He has a proven track record of delivering profitable and sustainable growth in close collaboration with the Business Partners across the region. His model leadership qualities combined with his proclivity for success, have been instrumental in his accomplishments over the years at Unilever.

Mr. Maraj holds a B.Sc. in Management Studies with a specialisation in Finance from the University of the West Indies.

David Mohan
Supply Chain Lead

David Mohan has held the position of Supply Leader since 2018 and is responsible for Stores, Manufacturing, Quality, Engineering, Safety, Health and Environment and Site Security. His major focus in 2019 included P&L responsibility and leading operational transformation in the manufacturing area. In addition to his Lead role in Make , in 2020 David took up role of the Go-to Market Lead with responsibility for S&OP, Demand Planning, Customer Service , Logistics and Distribution. He is a member of the Country Leadership Team.

David is an engineer by profession and has held several senior positions with over 35 yrs experience in Local and Multinational organisations. He has worked in the FMCG Industry in Manufacturing and Distribution as well as in the Energy Sector.

He graduated from the University of West Indies and holds a BSc. Degree in Industrial Engineering and an MSc. Degree in Production Engineering and Management.

Tim Grothauzen
Finance Manager

Tim Grothauzen has been the National Finance Manager since September 2020 and is responsible for the financial strength of the organisation. His major focus points in 2021 were protecting the overall profitability of the business in a high volatility environment, ensuring the benefit, growth and cost savings delivery on key projects for the business, and further improving working capital and credit collection.

Tim has experience across Unilever internationally, in Europe and the Americas, and has worked in Finance throughout his career.

He holds a Bachelors Degree in Business Economics and a Masters Degree in Finance from Tilburg University, The Netherlands.

Jade de Vert
Human Resources Country Lead

Jade de Vert is the Head of HR and has been with UCL for the past four (4) years. She has operated in all functional roles within the HR Department, managing the entire HR Portfolio, including the payroll, benefits, all major HR projects, HR Business partnering Supply Chain, managing all Trade Union related matters, major HR Projects and all end-to-end processing. She was also appointed as the Chairwoman of the company's Pension Committee managing the two (2) pension plans.

Mrs. de Vert has been a practicing HR Professional for the past sixteen (16) years, operating in the Banking Sector, the Hospitality Industry, the Public Sector, the Retail Industry and now in the FMCG at Unilever Caribbean Ltd. This has provided practical experience, which included Training and Development, Industrial Relations, Performance Management and Development of HR Policies and Procedures.

She holds a B.A. in Human Resource Management (Hons) from the University of Greenwich, England, and a Higher National Diploma in Business Management.

Arun Joshua Samuel
Marketing Manager

Arun Joshua Samuel is the Marketing Manager. He is responsible for accelerating the portfolio transformation for our Home Care business to create a portfolio based on market trends and consumer insights whilst leading his team to deliver innovation and renovation projects to make the business fit for the future. In 2019 he was largely responsible for figuring out the right portfolio, pricing and promotion strategy for current Homecare TT business which was used as a critical input into figuring out the long term sourcing and viability of the business that existed in Homecare in TT.

Arun joined the Company in 2019 but has been with the Unilever Group since 2007. He began his career in the Brand Development Function working on Teas for the South Asia Region, moved on to the Sri-Lankan business where he managed the skin cleansing category as category lead and then in the Foods team as Brand Manager.

He has a Master's in Business Administration (MBA) from the Indian School of Business and has graduated in Mass Media-Advertising from the University of Mumbai, India.

Management Discussion and Analysis

Overview

Unilever Caribbean Limited is engaged in the marketing and sales of consumer goods in the Home Care, Beauty and Personal Care, Foods and Refreshments categories. The geographical markets covered by Unilever Caribbean Limited include Trinidad and Tobago as well as other markets in the Southern Caribbean, such as Barbados, Curacao, Guyana and Suriname. The Overseas Territories accounted for 40% of the Revenue.

Financial Review Highlights

Despite a challenging environment, the company still managed to deliver a solid result. Bottom line profit increased from $18.6 million in 2020 to $188.8 million in 2021. This is equal to $24.4 million when excluding the direct profits from the sale and transfer of the tea business, of which $16.9 million came from continuing operations. Revenue for the year dropped to $233.2 million exclusive of teas, which represents a 3.7% decline versus the comparable prior year revenue of $242.1 million. This decline was mainly driven by challenging economic circumstances in the local market, and supply chain constraints. The Company had a strong cash generation, increasing it's position by $42.7 million, to $118.1 million. The total earnings per ordinary share is equal to $7.19 with $6.26 directly from the sale and transfer of the tea business, $0.28 coming from 9 months of operations of teas, and $0.65 from continuing operations. This was equal to $0.71 total in the prior year.

Economies and Markets

Throughout 2021, most of the key markets faced strong economic headwinds and difficult trading conditions, especially in the Home trade . The Covid-19 pandemic remained a challenge as it impacted the regional economies as a result of lock-downs, curfews, border closures, etc. As well, globally the supply chain constraints worsened significantly throughout the year, putting pressure on supply, shipping and container availability, product costs and freight cost. The Company leveraged its global supply chain network, focused on overall cost reduction, and optimised its pricing and product mix to still deliver a strong bottom line performance, despite these challenging circumstances.

Category Performance

Home Care

The Home Care business includes a range of laundry detergents, fabric conditioners, dishwashing liquids and general purpose cleaners, and includes brands such as Breeze, Radiante, Comfort, Quix and Cif. The revenue for this category declined by 15.0%, as a result of an overall decline in consumption of the category in especially the local market as a result of the closure of schools, work from home policies, lockdown of restaurants, hotels, etc. as well as a high comparable in 2020 due to the pandemic. Profitability significantly increased within the category as a result of the transformation of the operating model of the category, as well as overall savings within the company, from an operating profit of $3.6 million in 2020 to $7.7 million in 2021.

Beauty & Personal Care

The Beauty & Personal Care business includes a range of skin cleansing, hair care, skin care and deodorants products, with leading brands including Dove, Lifebuoy, Axe, Degree, Suave, Lux, TRESemmé and Vaseline. Revenue increased by 14.0%, as a result of a heavy focus and investment behind the personal care brands, with impactful innovation and responding quickly to the changing needs of the consumer. Operating profit increased accordingly from $10.7 million to $14.7 million.

Foods & Refreshments

The Foods & Refreshments business includes a range of ice cream, dressings and other savoury products, with brands such as Magnum, Ben & Jerry's, Breyers, Hellmann's, Knorr and Maizena. Revenue decreased by 69.0%, driven by the sale and transfer of the tea business, which was reported in 2020 as part of this category. Exclusive of Teas the category declined 11.0%, which was caused by significant supply chain constraints at the end of the year in both Ice Cream and Foods during the last quarter of the year.

Summary and Outlook

Even though the Company will move forward without one of its more profitable categories in Teas, the transformations that the Company has gone through over the last 5 years has set it up with a business model that is much more cost competitive, and has significantly increased the Company's overall profitability, which will keep providing it with the fuel to invest in the right categories, in line with the strategy to keep growing the business in a sustainable and profitable manner.

Looking ahead, the difficult conditions are not expected to change in the short term, while especially the supply constraints will keep affecting the operations. However, the Company has the right network, processes, and people in place, so that it can diminish impacts, and capitalise on the opportunities in the market while facing these challenges head on.

Directors' Report

FINANCIAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2021	$'000
Revenue	233,186
Profit before Taxation	24,633
Taxation Expense	(7,702)
Profit after Taxation - Continuing Operations	16,931
Profit after Taxation - Discontinued Operations	171,881
Other Comprehensive Income	17,539
Total Comprehensive Income for the year	206,351
Dividends	
Final dividend for 2020	(15,746)
Interim dividend for 2021	(5,249)
	(20,995)
Profit Retained for the year	185,356
Retained earnings brought forward	228,775
Retained earnings carried forward	414,131

Changes to the Board

On 31st December, 2021, Mr. Alejandro Graterol, Non-Executive Director resigned from the Board.

Election of Directors

To elect Mr. Jorge Enrique Rodriguez Espinosa as a Director in accordance with section 4.3.1 of Bye law No.1 of the Company for a term from his date of election until the close of the third Annual Meeting of the Company following his election or until retirement in accordance with section 4.4.1 of Bye law No. 1.

To elect Mr. Nicholas Gomez as a Director in accordance with section 4.3.1 of Bye law No.1 of the Company for a term from his date of election until the close of the third Annual Meeting of the Company following his election or until retirement in accordance with section 4.4.1 of Bye law No. 1.

Board of Directors Fees

Directors' fees for the financial year under review amounted in aggregate to TT$310,000. Directors receive no additional benefits, but are reimbursed reasonable and customary out-of-pocket expenses associated with their attendance at meetings, and the performance of their role as Directors.

Directors who are also Executives of UCL or its affiliates are not paid fees.

Auditors

The Auditors, KPMG, retire at the Ninety-Second Annual Meeting, and being eligible, offer themselves for re- election.

Interests of Directors, Senior Officers and Connected Persons

In accordance with the requirements of our Listing Agreement with the Trinidad and Tobago Stock Exchange Limited ("the TTSE") and Rule 601 of the Rules of the TTSE, we record hereunder details of the beneficial interest of each Director and Senior Officer, together with their connected persons, in the share capital of the Company as at the end of the Company's financial year 31 December 2021.

DIRECTORS	ORDINARY SHARES	NO. OF SHARES HELD BY CONNECTED PERSONS
Tim Grothauzen	0	0
Jorge Enrique Rodriguez	0	0
Jean-Marc Mouttet	0	0
Nicholas Gomez	0	0
Camille Chatoor	0	0
Danielle Chow	0	0
Rodrigo Sotomayor	0	0

SENIOR OFFICERS	ORDINARY SHARES	NO. OF SHARES HELD BY CONNECTED PERSONS
Moonieram Maraj	0	0
Jade de Vert	0	0
David Mohan	0	0
Arun Joshua Samuel	0	0

Substantial Interest/Largest Shareholders

In accordance with the requirements of our Listing Agreement with the TTSE and Rule 601 of the Rules of the TTSE, we list below Shareholdings of those parties holding the 10 largest blocks of shares as at December 31, 2021.

	TOTAL SHARES HELD	HOLDING %
Unilever Overseas Holdings AG	13,123,194	50.00
RBC Trust Limited - All Accounts	2,000,155	7.62
T & T Unit Trust Corporation - All Accounts	1,233,375	4.70
Republic Bank Limited - All Accounts	883,642	3.37
Trintrust Limited	714,069	2.72
First Citizens Asset Management Limited - All Accounts	701,095	2.67
National Insurance Board	511,038	1.95
Tatil Life Assurance Limited - All Accounts	294,684	1.12
Proteus Limited	251,002	0.96
T. Geddes Grant Limited - All Accounts	230,746	0.88

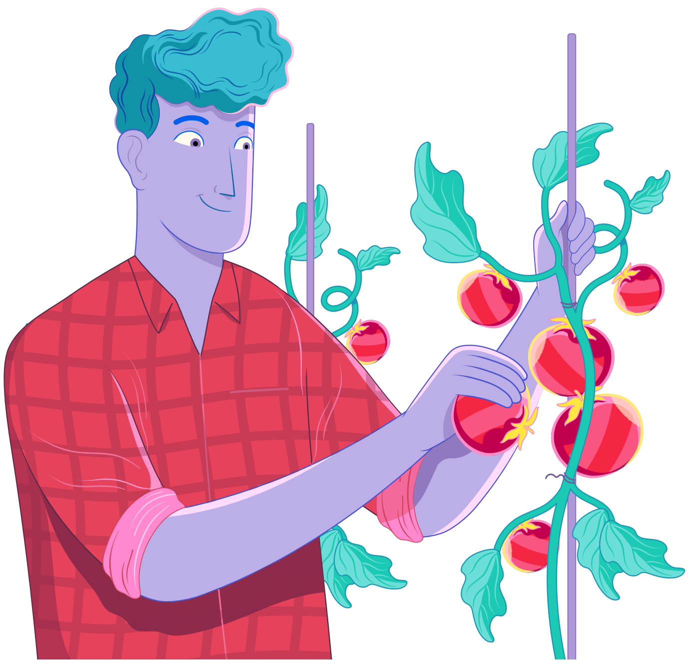
Directors' Report (continued)

SHAREHOLDING MIX AS AT DECEMBER 31, 2021			
Size of shareholding	**Number of shareholders**	**Total shares held**	**Holding %**
Up to 100	477	25,295	0.10
101 to 500	920	243,805	0.93
501 to 1,000	379	285,604	1.09
1,001 to 5,000	413	977,032	3.72
5,001 to 10,000	101	764,601	2.91
10,001 to 100,000	131	3,632,643	13.84
100,001 to 1,000,000	24	5,040,576	19.21
Over 1,000,000	3	15,274,276	58.20
TOTAL	**2,448**	**26,243,832**	**100.00**

On behalf of the Board,

Jean-Marc Mouttet
Director

Nicholas Gomez
Director



Statement of Management Responsibilities

Management is responsible for the following:

- Preparing and fairly presenting the accompanying financial statements of Unilever Caribbean Limited (the Company), which comprise the statement of financial position as at December 31, 2021, the statement of profit or loss, statement of comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising significant accounting policies and other explanatory information;
- Ensuring that the Company keeps proper accounting records;
- Selecting appropriate accounting policies and applying them in a consistent manner;
- Implementing, monitoring and evaluating the system of internal control that assures security of the Company's assets, detection/prevention of fraud and the achievement of the Company's operational efficiencies;
- Ensuring that the system of internal control operated effectively during the reporting period;
- Producing reliable financial reporting that complies with laws and regulations, including the Companies Act; and
- Using reasonable and prudent judgement in the determination of estimates.

In preparing these financial statements, management utilised the International Financial Reporting Standards, as issued by the International Accounting Standards Board and adopted by the Institute of Chartered Accountants of Trinidad and Tobago. Where International Financial Reporting Standards presented alternative accounting treatments, management chose those considered most appropriate in the circumstances.

Nothing has come to the attention of management to indicate that the Company will not remain a going concern for the next twelve months from the reporting date, or up to the date the accompanying financial statements have been authorised for issue, if later.

Management affirms that it has carried out its responsibilities as outlined above.

Jean-Marc Mouttet, Managing Director

Date: 28 March, 2022

Tim Grothauzen, Finance Director

Date: 28 March, 2022

Independent Auditors' Report

TO THE SHAREHOLDERS OF UNILEVER CARIBBEAN LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Unilever Caribbean Limited ("the Company"), which comprise the statement of financial position as at December 31, 2021, the statement of profit or loss, statement of comprehensive income, statement of changes in equity, and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2021, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) together with the ethical requirements that are relevant to our audit of the financial statements in the Republic of Trinidad and Tobago and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	How our audit addressed the key audit matter
Measurement of the retirement benefit obligation *Assumptions and estimation uncertainty disclosure Note 3(A)(ii), accounting policy disclosure Note 4(m) and accompanying Note 9 in the financial statements. The aggregated obligation of the pension plan schemes totals to $237,593 thousand (2020 $239,461 thousand)* The Company operates four (4) pension plan schemes as outlined below: • Monthly-Rated Employees' Pension Fund • Hourly-Rated Employees' Pension Plan • Termination Lump Sum Plan (TLS) • Supplementary Pension Scheme The estimation of the retirement benefit obligation is based on significant assumptions and judgements that are disclosed in Note 3(A)(ii) and Note 9 to the financial statements, small changes in these assumptions can have a material impact on the measurement of the retirement benefit obligation. Of the assumptions disclosed in Note 9, the key assumption is in relation to the judgement applied by the third-party actuary around the discount rate used which has the most significant impact on the measurement of the retirement benefit obligation. The use of significant assumptions and judgments increases the risk that the estimate of the retirement benefit obligation can be materially misstated and therefore required special audit consideration. The quality of disclosure is also deemed an area of increased levels of audit focus. The notes to the financial statements regarding the Company's application of the accounting standard, and disclosures around sensitivity of assumptions, are key to explaining the key judgements made by management.	Our audit procedures comprised but was not limited to the following: • The testing of the design and implementation of the Company's controls applicable to the basis of arriving at the estimate of the retirement benefit obligation. • Assessing the reasonableness of the data used in the estimate by selecting a sample of the underlying data and agreeing the items back to the underlying source records. • Engaging our own actuarial specialists to independently evaluate the methods, assumptions and data used to develop the estimate of the pensions and post-employment benefit obligation which included but were not limited to the following: - Applying industry knowledge and experience to compare the methodology used against industry standard actuarial practice; - Assessing the appropriateness of the methodology adopted by reference to the requirements of the relevant accounting standards; - Challenging the mortality and discount rate assumptions utilised by management and comparing these to the actual mortality experience of the plan and relevant industry data; and - Evaluating the analysis of the movements in the retirement benefit obligation during the year, including consideration of whether the movements were in line with our expectations based on our knowledge of the Company and the industry in which it operates • Determining whether the Company's accounting policies and disclosures are in compliance with the requirements of the relevant accounting standards.

FINANCIAL STATEMENTS

Independent Auditors' Report (continued)

Key Audit Matters (continued)

Key audit matter	How our audit addressed the key audit matter
Revenue Recognition	
Accounting policy disclosure Note 4(p) and accompanying Note 17 in the financial statements. The Company recognises revenue when control of goods or services has been transferred to the customer. Indicators that the Company typically considers in determining transfer of control include legal title, physical possession and significant risks and rewards of ownership. We identified revenue recognition to be a key audit matter because revenue is one of the key performance indicators for the Company and therefore there is an inherent risk of error in the timing and recognition of revenue by management to meet performance expectations.	Our audit procedures comprised but was not limited to the following: • Assessing the design, implementation and operating effectiveness of key internal controls over the recognition of revenue; • Involving our internal IT specialists in assessing the operating effectiveness of those IT controls which we considered to be critical to the recognition of revenue; • Reviewing sales contracts with both local and foreign customers to understand the terms and conditions of the sales transactions in order to determine if the Company's revenue recognition criteria is consistent with the requirements of the relevant accounting standards; • Inspecting a sample of journal entries affecting revenue raised during the financial year, which met certain risk-based criteria, enquiring of management the reasons for such entries and comparing the details of the entries with relevant underlying supporting documentation; and • Selecting a sample of sales transactions and credit notes around the financial year end and assessing the timing of revenue recognition by comparing details of the sales with underlying supporting documentation.
Valuation of Assets Held for Sale	
Accounting policy disclosure Note 4(c) and accompanying Note 8 and Note 29 in the financial statements During 2021, the Company engaged a third-party valuation expert, to determine the fair value of its plant and machinery classified as held for sale. We identified the valuation to be a key audit matter because of the inherent uncertainty and judgement involved in determining the appropriate assumptions and the significance of the value of the assets to these financial statements.	Our audit procedures comprised but was not limited to the following: • Assessing the design and implementation of applicable controls over the estimation of fair value for these assets. • Involving our own valuation specialists, to independently challenge, assess the methods, assumptions and judgments adopted by the Company, to develop the estimate. Some of the key challenges related to the following: - Challenging the assumptions used in the depreciable cost models by forming an expectation of the assumptions in light of our knowledge of the Company and experience of the industry in which it operates. - Comparing the Company's accounting policies and disclosures with the requirements of relevant accounting standards. - Evaluating the adequacy of financial statement disclosures.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon. The 2021 Annual Report is expected to be made available to us after the date of this auditors' report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance or conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the 2021 Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Independent Auditors' Report (continued)

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the Company's financial statements in accordance with IFRS and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate treats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner in charge of the audit resulting in this independent auditors'report is Dushyant Sookram.

KPMG

Chartered Accountants
Port of Spain
Trinidad and Tobago
March 28, 2022

Statement of Financial Position

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

	Notes	2021 $'000	2020 $'000
ASSETS			
Non-current assets			
Property, plant and equipment	8	8,943	65,802
Retirement benefit asset	9(i)	137,039	109,505
Deferred tax asset	10	6,459	15,156
		152,441	190,463
Current assets			
Inventories	11	26,808	25,757
Taxation recoverable		7,575	9,559
Trade and other receivables	12	102,948	91,837
Due from related companies	13	176,388	43,574
Cash at bank and in hand		118,132	75,384
Assets held for sale	31	58,146	-
		489,997	246,111
Total assets		642,438	436,574
EQUITY AND LIABILITIES			
EQUITY			
Stated capital	14	26,244	26,244
Property revaluation surplus		36,568	36,568
Retained earnings		414,131	228,775
Total equity		476,943	291,587
LIABILITIES			
Non-current liabilities			
Retirement and termination benefit obligation	9(ii)	6,989	9,362
Lease liabilities	27	605	-
Deferred tax liabilities	10	40,104	35,284
		47,698	44,646
Current liabilities			
Trade and other payables	15	63,400	53,922
Lease liabilities	27	4,170	136
Due to related companies	13	31,528	39,395
Provisions for other liabilities	16	15,750	6,888
Liabilities directly associated with the assets held for sale	31	2,949	-
		117,797	100,341
Total liabilities		165,495	144,987
Total equity and liabilities		642,438	436,574

The notes are an integral part of these financial statements.

On March 28, 2022 the Board of Directors of Unilever Caribbean Limited authorised these financial statements for issue.

_______________ Director _______________ Director

Statement of Profit or Loss

Year ended December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

	Notes	2021 $'000	2020 $'000
Continuing operations			
Revenue	17	233,186	290,009
Cost of sales		(127,208)	(159,643)
Gross profit		105,978	130,366
Expenses			
Selling and distribution costs		(62,936)	(83,850)
Administrative expenses		(17,615)	(25,858)
Impairment reversal on trade receivables	12	18	1,176
Gain on disposal of plant and equipment		-	185
		(80,533)	(108,347)
Operating profit		25,445	22,019
Restructuring cost	18	(5,568)	(555)
Operating profit after restructuring costs		19,877	21,464
Finance expense – net	20	(635)	(239)
Other income	19	5,391	3,724
Profit before tax		24,633	24,949
Taxation expense	21	(7,702)	(6,342)
Profit from continuing operations		16,931	18,607
Profit from discontinued operations, net of tax	30	171,881	-
Profit for the year		188,812	18,607

The notes are an integral part of these financial statements.

Statement of Comprehensive Income

Year ended December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

	Notes	2021 $'000	2020 $'000
Profit for the year		188,812	18,607
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Revaluation of property	8	-	1,322
Tax on revaluation of property	10	-	(397)
Re-measurements of retirement and termination benefit obligation	9(iv)	25,055	16,889
Tax on re-measurement of retirement and termination benefit obligations	10	(7,516)	(5,067)
Other comprehensive income for the year, net of tax		17,539	12,747
Total comprehensive income for the year		206,351	31,354
Earnings per share for profit attributable to the equity holders of the Company during the year			
Basic and diluted earnings per share			
- Continuing operations		$0.65	$0.71
- Discontinued operations		$6.54	-
- Basic and diluted earnings per ordinary share	22	$7.19	$0.71

The notes are an integral part of these financial statements.

Statement of Changes in Equity

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

	Stated Capital $'000	Property Revaluation Surplus $'000	Retained Earnings $'000	Total Equity $'000
Year ended December 31, 2021				
Balance as at January 1, 2021	26,244	36,568	228,775	291,587
Total comprehensive income for the year				
Profit for the year	-	-	188,812	188,812
Other comprehensive income for the year	-	-	17,539	17,539
Total comprehensive income for the year	-	-	206,351	206,351
Transactions with the owners of the Company				
Dividends (Note 23)	-	-	(20,995)	(20,995)
Balance as at December 31, 2021	26,244	36,568	414,131	476,943
Year ended December 31, 2020				
Balance as at January 1, 2020	26,244	35,643	198,346	260,233
Total comprehensive income for the year				
Profit for the year	-	-	18,607	18,607
Other comprehensive income for the year	-	925	11,822	12,747
Total comprehensive income for the year	-	925	30,429	31,354
Balance as at December 31, 2020	26,244	36,568	228,775	291,587

The notes are an integral part of these financial statements.

Statement of Cash Flows

Year ended December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

	Notes	2021 $'000	2020 $'000
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit for the year		188,812	18,607
Adjustments for:			
Depreciation	8	5,375	10,768
Interest expense	20	642	392
Loss/(gain) on disposal of and impairment losses on property, plant and equipment		2,145	(9,634)
Gain on sale of discontinued operations	30(a)	(164,423)	-
Net pension cost	9	(1,469)	861
Contributions paid	9	(3,383)	(3,875)
Interest income	20	(7)	(153)
Taxation expense	21	10,940	6,342
Operating profit before working capital changes		38,632	23,308
Changes in:			
- Inventories		(1,051)	19,243
- Trade and other receivables		(11,111)	18,840
- Due from related companies		(135,280)	59,488
- Trade and other payables		9,880	(26,662)
- Provisions for other liabilities		3,439	(29,317)
- Due to related companies		(7,867)	1,390
Cash from operating activities		(103,358)	66,290
Interest paid	20	(642)	(392)
Taxation paid (net)		(3)	(1,773)
Net cash (used in)/generated from operating activities		(104,003)	64,125
CASH FLOWS FROM INVESTING ACTIVITIES			
Interest received		7	153
Purchase of plant and equipment	8	(96)	(2,106)
Proceeds from sale of property, plant and equipment		2,466	29
Proceeds from sale of discontinued operation	30(b)	169,846	-
Net cash generated from/(used in) investing activities		172,223	(1,924)
CASH FLOWS FROM FINANCING ACTIVITIES			
Dividends paid	23	(20,995)	-
Payment of lease liabilities	27	(4,477)	(10,522)
Net cash used in financing activities		(25,472)	(10,522)
Increase in cash and cash equivalents		42,748	51,679
Cash and cash equivalents at beginning of year		75,384	23,705
Cash and cash equivalents at end of year		118,132	75,384
Represented by:			
Cash at bank and in hand		118,132	75,384

The notes are an integral part of these financial statements.

Notes to the Financial Statements

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

1. GENERAL INFORMATION

Unilever Caribbean Limited ('the Company') was incorporated in the Republic of Trinidad and Tobago in 1929, and its registered office is located at Eastern Main Road, Champs Fleurs. The Company is a public limited liability company and is listed on the Trinidad and Tobago Stock Exchange. The principal business activity is the sale of home care, personal care and food products. The Company is a subsidiary of Unilever Overseas Holdings AG (50.01% of shares held), which is a wholly owned subsidiary of Unilever PLC, a company incorporated in the United Kingdom.

Discontinued operations are excluded from the results of the continuing operations and presented as profit and loss from discontinued operations (Note 30).

2. BASIS OF ACCOUNTING

These financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) and interpretations issued by the IFRS Interpretations Committee (IFRIC) applicable to companies reporting under IFRS. The financial statements have been prepared under the historical cost convention, modified as follows:

- The revaluation of freehold properties
- Net defined benefit asset (obligation) recognised net of the fair value of plan assets, adjusted by re-measurements through other comprehensive income (OCI), less the present value of the defined benefit obligation adjusted by experience gains (losses) on revaluation, limited as explained in Note 4(m) and Note 9
- Assets held for sale are recognised at fair value

These financial statements have been prepared on a going concern basis which assumes that the Company will be able to meet the mandatory repayment terms of its current liabilities. The Company has recognised income of $16,931 thousand after tax (Continuing Operations) for the year ended December 31, 2021, and as at that date, current assets exceed current liabilities by $372,200 thousand.

3. USE OF ACCOUNTING ESTIMATES AND JUDGEMENTS

In preparing these financial statements, management has made judgments, estimates and assumptions that affect the application of the Company's accounting policies and the reported amount of assets, liabilities, income and expenses and contingent assets and liabilities. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

A. Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the next financial year to amounts reported as at and for the year ended December 31, 2021, is included below:

(i) Measurement of defined benefit obligations

The present value of the pension obligations depends on a number of factors that are determined on an actuarial basis using a number of assumptions. Any changes in these assumptions will impact the carrying amount of pension obligations. The significant assumptions used in determining the estimate include the discount rate, as well as the rate for future pension increases.

The Company determines the appropriate discount rate at the end of each year. This is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the pension obligations. In determining the appropriate discount rate, the Company considers the interest rates of medium-term government bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating the terms of the related pension obligation.

Other key assumptions for pension obligations are based in part on current market conditions. Additional information is disclosed in Note 9.

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

3. USE OF ACCOUNTING ESTIMATES AND JUDGEMENTS (CONTINUED)

A. *Assumptions and estimation uncertainties (continued)*

(ii) Valuation of non-current assets

Determination of the recoverable amount for the non-current assets is based on significant unobservable inputs and key assumptions that are subjective and complex, which result in an increased estimation uncertainty.

Additional information is disclosed in Note 8 and Note 29.

(iii) Assets held for sale

The determination of fair value minus costs to sell for assets classified as held for sale is based on unobservable inputs and assumptions that are subjective and complex in nature. This leads to increased uncertainties in their valuation. This is especially the case with Level 3 Inputs, which uses significant unobservable inputs, to the extent that relevant observable inputs are not always available.

Additional information is disclosed in Note 8, Note 29 and Note 31.

4. SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, except if mentioned otherwise (Note 5).

(a) Foreign currency translation

(i) Functional and presentation currency

Items included in the financial statements of the Company are presented in Trinidad and Tobago dollars, which is the Company's functional currency. All amounts have been rounded to the nearest thousand, unless otherwise indicated.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss. Foreign exchange gains and losses that relate to cash and cash equivalents are presented in profit or loss within administration expenses.

(b) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the management committee that makes strategic decisions.

(c) Property, plant and equipment

Cost or revaluation

Freehold land and buildings are shown at fair value, based on valuations performed by external independent valuers periodically and with sufficient frequency, less subsequent depreciation for buildings. Additions to freehold land and buildings subsequent to the date of revaluation are shown at cost. Any accumulated depreciation at the date of revaluation is eliminated against the gross carrying amount of the asset, and the net amount is adjusted to the revalued amount of the asset. All other property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

4. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(c) Property, plant and equipment(continued)

Cost or revaluation (continued)

Increases in the carrying amount arising on revaluation of freehold land and buildings are credited to other comprehensive income (OCI) and shown as 'property revaluation surplus' in shareholders' equity. This reserve is non-distributable. Decreases that offset previous increases in the same asset are charged in other comprehensive income and debited against 'property revaluation surplus' directly in equity; all other decreases are charged to profit or loss. Depreciation methods, useful lives and residual values are measured at each reporting date and adjusted if appropriate. Where the carrying amount of an asset is greater than its estimated recoverable amount, it is written down to its recoverable amount (Note 4(d)).

Assets held for sale

Non-current assets are classified as held-for sale if it is highly probable that the assets will be recovered primarily through sale rather than through continuing use. The assets are measured at the lower of their carrying amount or fair value minus cost to sell. Impairment losses on initial classification as held-for-sale and subsequent gains and losses on remeasurement are recognised in profit or loss. Once classified as held-for-sale, intangible assets and property, plant and equipment are no longer amortised or depreciated

Depreciation

Depreciation is calculated to write off the cost/valuation of items of property, plant and equipment less their estimated residual values using the straight-line method over the shorter of their estimated useful lives and lease term and is recognised in profit or loss. Land and capital work in progress are not depreciated.

The estimated useful lives of property, plant and equipment for current and comparative periods are as follows:

Freehold buildings	- 40 years
Plant and equipment	- 3 - 15 years
Motor vehicles/Warehouse/Forklifts	- Lease term

Gains and losses on disposal of property, plant and equipment are determined by reference to the proceeds and their carrying amounts and are taken into account in determining operating profit. On disposal of revalued assets, amounts in the revaluation reserve relating to that asset are transferred to retained earnings.

(d) Impairment of non-financial assets

At each reporting date, the Company reviews the carrying amounts of its non-financial assets (other than inventories and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset`s recoverable amount is estimated.

For impairment testing, assets are grouped together into the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or Cash-Generating Units (CGUs). Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment losses are recognised in profit or loss.

(e) Financial instruments

(i) Recognition and initial measurement

Trade receivables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument. A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value. A trade receivable without a significant financing component is initially measured at the transaction price.

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

4. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(e) Financial instruments (continued)

(ii) Classification

Financial assets

On initial recognition, a financial asset is classified as measured at amortised cost.

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost

These assets are subsequently measured at amortised cost using the effective interest method. The 'effective interest rate' is the rate that exactly discounts the estimated future cash payments or receipts through the expected life of the financial assets or liability (or, where appropriate, a shorter period) to the gross carrying amount of the financial asset or the amortised cost of the financial liability. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Financial liabilities – Classification, subsequent measurement and gains and losses

On initial recognition, a financial liability is classified as measured at amortised cost. Financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

(iii) Derecognition

Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Company enters into transactions whereby it transfers assets recognised in its statement of financial position but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognised.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value depending on the classification of the financial asset. The category 'trade and other receivables' would have been disclosed net of its expected credit loss as at that date with the Company's calculation of the credit loss allowance provided in Note 6(i)(b).

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value. On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

(iv) Offsetting

Financial assets and financial liabilities are offset, and the net amount presented in the statement of financial position when, and only when, the Company has a current legally enforceable right to offset the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

4. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(e) Financial instruments (continued)

(v) Financial liabilities

Financial instruments are classified as a financial liability if they include a contractual obligation upon the Company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Company.

(f) Impairment of Non-Derivative financial assets

(i) Financial assets

<u>Financial instruments</u>

The Company recognises loss allowances for Expected Credit Losses (ECLs) on:

- financial assets measured at amortised cost;

  When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment, that includes forward-looking information.

The Company considers a financial asset to be in default when:

- the debtor is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or
- the financial asset is more than 90 days past due.

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive).

ECLs are discounted at the effective interest rate of the financial asset.

<u>Credit-impaired financial assets</u>

At each reporting date, the Company assesses whether financial assets that are carried at amortised cost are credit-impaired.

A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the debtor;
- a breach of contract such as a default; or
- it is probable that the debtor will enter bankruptcy or other financial reorganisation.

<u>Presentation of allowance for ECL in the statement of financial position</u>

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

(ii) Write-off

The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. The Company has a policy of writing off the gross carrying amount when the financial asset is 365 days past due, and an individual assessment has been performed with respect to the timing and amount of write-off. If based on the outcome of this assessment the Company expects no significant recovery from the outstanding amount, it will be written off. Financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

(g) Cash and cash equivalents

Cash and cash equivalents include cash in hand and other short-term highly liquid investments with original maturities of three months or less and are carried at amortised cost.

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

4. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(h) Inventories

Cost is determined on the following bases, which has been consistently applied:

- Inventories are stated at the lower of weighted average cost or net realisable value. The inventories relating to the spreads and teas businesses were derecognised and classed as other receivables, and intercompany receivables respectively.
- The cost of finished goods is determined on a weighted average cost basis.
- Engineering and general stores are valued at weighted average cost.
- Goods in transit are valued at suppliers' invoice cost.
- Net realisable value is the estimated selling price in the ordinary course of business, less the costs of completion and less applicable variable selling expenses.

The goods procured by the Company in the capacity of an agent on behalf of other companies, are not controlled by the Company before they are transferred to the customer. Instead, the inventory purchased on behalf of other companies is recognised as a receivable.

(i) Trade and other receivables

Trade receivables are amounts due from customers for merchandise sold in the ordinary course of business. If collection is expected in one year or less, they are classified as current assets. If not, they are presented as non-current assets. Other receivables consist mainly of Value Added Tax (VAT) recoverable, prepayments and amounts receivable from Upfield Trinidad and Tobago Limited as part of the Reverse Master Supply Agreement related to spreads production and sale.

Trade and other receivables are carried at amortised cost, less impairment losses.

(j) Share capital

Ordinary shares are classified as equity.

(k) Trade and other payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Other payables comprise outstanding statutory liabilities as well as accruals for advertising and promotion. Trade and other payables are carried at amortised cost.

(l) Taxation

(i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising from dividends.

Current tax assets and liabilities are offset only if certain criteria are met.

(ii) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognise a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered, based on the business plans for individual subsidiaries in the Company. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

4. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(l) Taxation (continued)

(ii) Deferred tax (continued)

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date, and reflects uncertainty related to income taxes, if any.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax assets and liabilities are offset only if certain criteria are met.

(m) Employee benefits

(i) Short-term

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably. Post-employment benefits are accounted for as described below.

Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the reporting date.

(ii) Defined benefit plans (Post-employment)

The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in OCI.

The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in profit or loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related pension obligation. In countries where there is no deep market in such bonds, the market rates on Government bonds are used.

The Company also operates a supplementary pension scheme. This is a closed scheme providing ex-gratia pensions for which no additional employees are expected to qualify. The expected costs of these benefits are accrued over the period of employment, using an accounting methodology similar to that for defined benefit pension plans. Valuations of these obligations are carried out annually by independent qualified actuaries.

The funds of the Plan are administered by the trustee and are separate from the Company's assets.

The industrial agreement covering the hourly rated employees provides for a termination benefit which functions as a retirement benefit for those employees who are not in the pension plan.

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

4. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(m) Employee benefits (continued)

(iii) Termination benefits

Termination benefits are payable when employment is terminated by the Company before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. These benefits are payable in accordance with the Industrial Agreement between the Company and the Trade Union.

The Company recognises termination benefits at the earlier of the following dates: (a) when the Company can no longer withdraw the offer of those benefits; and (b) when the Company recognises costs for a restructuring that is within the scope of IAS 37 and involves the payment of termination benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to their present value.

(iv) Profit-sharing and bonus plans

The Company recognises a liability and an expense for bonuses and profit-sharing, based on a formula that takes into consideration the profit attributable to the Company's shareholders after certain adjustments. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

(n) Provisions

Provisions are recognised when: The Company has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Provisions are not recognised for future operating losses.

The Company recognises a provision for restructuring when the Company meets its constructive obligation requirements. The Company creates a valid expectation of those affected that it will carry out the plan by either starting to implement the plan or announcing its main features to those affected by it. In accordance with IAS 37 a constructive obligation is met when a formal plan is developed which specifies:

- The business or part of the business concerned;
- The principal locations affected;
- The location, function and approximate number of employees whose services will be terminated;
- The expenditures that will be undertaken; and
- When the plan will be implemented and completed.

(o) Restructuring Expense

Restructuring provisions and expenses primarily include the cost of compensation where manufacturing, distribution, service or selling agreements are to be terminated or significantly altered, people costs, and reversals or adjustments to impairments and provisions. (Notes 16 and 18(c)).

(p) Revenue recognition

The Company's policies under IFRS 15 are as follows:

Revenue is recognised at a point in time in the amount of the price, before tax on sales, expected to be received for goods and services supplied, as a result of their ordinary activities, as contractual performance obligations are fulfilled, and control of goods and services passes to the customer. Revenues are decreased by any trade discounts or volume rebates granted to customers.

Variable consideration is recognised when it is highly probable that a significant reversal in the amount of cumulative revenue recognised for the contract will not occur and is measured using the expected value or the most likely amount method, whichever is expected to better predict the amount based on the terms and conditions of the contract.

Revenue is shown net of value-added tax, rebates and discounts. Specific revenue streams are recognised as follows:

Sales of goods

Discounts given by the Company include rebates, price reductions, incentives given to customers, promotional couponing and trade communication costs and are based on the contractual arrangements with each customer. Discounts can either be immediately deducted from the sales value on the invoice or off-invoice and settled later through credit notes when the precise amounts are known.

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

4. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(p) Revenue recognition (continued)

Sales of goods (continued)

Customer contracts generally contain a single performance obligation and sales of goods are recognised when control of the products being sold has transferred to the customer as there are no longer any unfulfilled obligations. This is generally on delivery to the customer, but depending on the terms, this can be at the time of dispatch, delivery or upon formal customer acceptance. This is considered the appropriate point where the performance obligations in the contracts are satisfied as the Company no longer has control over the inventory.

Interest income

Interest income is recognised when it is determined that such income will accrue to the Company. Interest income is recognised using the effective interest method.

Other income

Other income is recognised when the right to receive payment is established. Additional information is disclosed in Note 19.

Agent transactions

For procurement and sales of goods and services by the Company on behalf of other companies, revenue is recognised as commission fees for transactions where the Company does not have control of the goods and services before their transfer to the customer. For these transactions the Company has arranged the procurement as an agent.

To determine whether or not the Company has control over goods and services before their transfer to the customer, the following aspects are considered: a) whether the Company is primarily responsible for fulfilling the promise to provide the specified good or service; b) whether the Company has inventory risk before the specified good or service is transferred to a customer, or after transfer of control to the customer; and c) whether the Company has discretion in establishing the price for the good or service.

(q) Leases

At inception of a contract, the Company assesses whether the contract is, or contains, a lease. This is the case if the contract conveys the right to control the use of an identified asset for a period of time, in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company uses the definition of a lease as set out in IFRS 16.

The cost of a leased asset is measured as the lease liability and other direct costs at inception, less any incentives granted by the lessor. When a lease liability is re-measured, the related lease asset is adjusted by the same amount. Depreciation is provided on a straight-line basis on the asset from the commencement date of the lease, to the end of the lease term.

Refer to Notes 8 and 27 for additional details.

(r) Discontinued Operations

A component of the business can be classified as a discontinued operation if the operation has been disposed of or meets the criteria to be classified as held-for-sale, whichever occurs first. The operation must:

- Represent a separate major line of business or geographic area of operations;
- Be part of a single coordinated plan to dispose of the line of business or area of operations.

When an operation is classified as a discontinued operation, the statement of profit or loss and OCI is presented on the face of the financials as if the operation had been discontinued from the start of the reporting period.

(s) New and revised IFRS Standards in issue but not yet effective

The following new standards, amendments and interpretations are required to be applied for annual periods beginning after January 1, 2021, and that are available for early adoption in annual periods beginning on January 1, 2021. These standards are not expected to have a significant impact on the Company's financial statements.

- COVID-19-Related Rent Concessions beyond 30 June 2021 (Amendment to IFRS 16) *April 1, 2022*
- Onerous Contracts – Cost of Fulfilling a Contract (Amendments to IAS 37) *January 1, 2022*
- Annual Improvements to IFRS Standards 2018–2020 *January 1, 2022*

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

4. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(s) New and revised IFRS Standards in issue but not yet effective (continued)

- Property, Plant and Equipment: Proceeds before Intended Use (Amendments to IAS 16) *January 1, 2022*
- Reference to the Conceptual Framework (Amendments to IFRS 3) *January 1, 2022*
- Classification of Liabilities as Current or Non-current (Amendments to IAS 1) *January 1, 2023*
- Disclosure of Accounting Policies (Amendments to IAS1 and IFRS Practice Statement 2) *January 1, 2023*
- Definition of Accounting Estimates (Amendments to IAS 8) *January 1, 2023*
- Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12) *January 1, 2023*
- Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to IFRS 10 and IAS 28) *effective date deferred indefinitely*

All other standards or amendments to standards that have been issued by the IASB and are effective from January 1, 2021 onwards are not applicable or material to the Company.

5. CHANGES IN SIGNIFICANT ACCOUNTING POLICIES

Changes in significant accounting policies

The Company has not had any changes in significant accounting policies for the twelve months ended December 31, 2021. A number of new standards are effective from January 1, 2021, but do not have a material effect on the Company's financial statements.

The following standards were new standards, amendments and interpretations requiring adoption by the Company for the first time for the financial year beginning on January 1, 2021.

(i) Amendment to IFRS 16 COVID-19-Related Rent Concessions

The amendment introduces an optional expedient that simplifies how a lessee can account for lease concessions that are a direct consequence of COVID-19. Under this amendment the lessee is not required to assess whether eligible concessions on the lease count as a modification to the lease.

(ii) Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16 Interest Rate Benchmark Reform – Phase 2

The amendments provide targeted relief for financial instruments qualifying for hedge accounting. These amendments have been issued to address uncertainties related to the ongoing reform of interbank offered rates (IBOR), focusing on the interest rate benchmark

None of the above listed amendments have had a significant effect on the financial statements. All other standards or amendments to standards that have been issued by the IASB and are effective from January 1, 2021, onwards are not applicable or material to the Company.

6. FINANCIAL RISK MANAGEMENT

(i) Financial risk factors

The Company's activities expose it to a variety of financial risks: market risk (including currency risk, fair value interest rate risk, cash flow interest rate risk and price risk), credit risk and liquidity risk.

The Company's management system includes activities which assist in the identification and analysis of the risks the Company faces, setting appropriate risk limits and controls, and monitoring the risks and adherence to limits by means of reliable and up-to-date information systems.

Risk management is carried out in line with policies approved by the Board of Directors.

(a) Market risk

(i) Foreign exchange risk

The Company operates internationally and is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the United States dollar. Foreign exchange risk arises from commercial transactions when recognised assets or liabilities are denominated in a currency that is not the Company's functional currency.

The Company monitors its exposure to fluctuations in foreign currencies and the appropriate steps are taken to minimise the risk such as purchases and sales in the same currency so as to avoid mismatch.

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

6. FINANCIAL RISK MANAGEMENT (CONTINUED)

(i) Financial risk factors (continued)

(a) Market risk (continued)

(i) Foreign exchange risk (continued)

A 1% weakening of the TT dollar against US dollar with all other variables held constant, would have led to approximately $1,661 thousand (2020: $175 thousand) after tax profit gain in profit or loss. A 1% strengthening of the TT dollar would have led to an equal but opposite effect.

This is as a result of translation of US dollar bank accounts, trade accounts receivable and amounts due from related parties.

The table below shows the Company's exposure to foreign exchange risk:

	USD $	GBP $	Euro $	Total $
2021				
Trade receivables (Note 12)	28,685	-	-	28,685
Due from related parties (Note 13)	176,388	-	-	176,388
Trade payables	(4,157)	-	(67)	(4,224)
Due to related parties (Note 13)	(31,260)	(24)	(244)	(31,528)
Net statement of financial position exposure	169,656	(24)	(311)	169,321
2020				
Trade receivables (Note 12)	14,093	-	-	14,093
Due from related parties (Note 13)	43,574	-	-	43,574
Trade payables	(166)	(3)	(96)	(265)
Due to related parties (Note 13)	(38,536)	(50)	(809)	(39,395)
Net statement of financial position exposure	18,965	(53)	(905)	18,007

(ii) Cash flow and fair value interest rate risk

As the Company has no significant interest-bearing assets and liabilities other than deposits held at banks and lease liabilities, the Company's income and operating cash flows are substantially independent of changes in market interest rates.

(iii) Price risk

The Company is not exposed to equity securities price risk since there are no investments held at fair value through profit or loss or at fair value through other comprehensive income.

(b) Credit risk

Credit risk arises from cash and cash equivalents as well as credit exposures to customers. The Company has policies in place to ensure that sales of products are made to customers with an appropriate credit history. Credit risk arises primarily from credit exposures from sales to distributors and retail customers, including outstanding receivables (Notes 12 and 24(b)).

The credit quality of customers, their financial position, past experience and other factors are taken into consideration in assessing credit risk and are regularly monitored through the use of credit terms. In light of the COVID-19 pandemic, the Company has enhanced its credit control framework in order to reduce any potential increase in credit risk. Management does not expect any losses from non-performance by counterparties in excess of the provision made.

The maximum exposure to credit risk at the reporting date is the fair value of cash and cash equivalents as well as each class of receivables mentioned in Note 12 and Note 24(b) and due from related parties.

Cash at bank and in hand of $118,132 thousand (2020: $75,384 thousand) are held with reputable financial institutions. The income in foreign currency is deposited in an intercompany interest-bearing current account managed by the Company Treasury and reported under due from related companies. The Company considers that its cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties.

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

6. FINANCIAL RISK MANAGEMENT (CONTINUED)

(i) Financial risk factors (continued)

(c) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and short-term funds and the availability of funding through an adequate amount of committed credit facilities. Due to the dynamic nature of the underlying business, the Company aims at maintaining flexibility in funding by keeping committed credit lines available.

The table below analyses the Company's non-derivative financial liabilities based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed are the contractual undiscounted cash flows. Balances due within one year equal their carrying balances.

	2021 $'000	2020 $'000
Less than one year		
Trade and other payables	63,400	53,922
Due to related companies	31,528	39,395
Lease liabilities	4,170	136
Provisions for other liabilities	15,750	6,888
	114,848	100,341
More than one year		
Lease liabilities	605	-

(ii) Fair value estimation

The carrying amount of short-term financial assets and liabilities comprising: cash at bank and in hand, due from related companies, trade and other receivables, trade and other payables, lease liabilities and due to related companies are a reasonable estimate of its fair values because of the short-term maturity of these instruments.

7. CAPITAL RISK MANAGEMENT

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern, in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The Company monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Total capital is calculated as 'equity' as shown in the statement of financial position plus net debt. The Company currently has no borrowings to constitute net debt. The Company's capital structure consists of equity and lease liabilities. There are no capital requirements imposed on the Company.

8. PROPERTY, PLANT AND EQUIPMENT

	Freehold Land $'000	Buildings $'000	Plant and Equipment $'000	Motor Vehicles $'000	Work in Progress $'000	Total $'000
Year ended December 31, 2021						
Opening net book value	36,700	17,249	10,707	126	1,020	65,802
Additions	-	6,997	-	1,714	96	8,807
Transfers	-	-	603	-	(603)	-
Disposals	-	-	-	-	-	-
Held for sale (Note 31)	(36,700)	(16,982)	(4,464)	-	-	(58,146)
Impairment	-	-	(2,145)	-	-	(2,145)
Depreciation charge	-	(3,765)	(913)	(697)	-	(5,375)
Closing net book value	-	3,499	3,788	1,143	513	8,943
At December 31, 2021						
Cost or valuation	36,700	47,103	138,698	4,593	513	227,607
Accumulated depreciation	-	(26,096)	(71,143)	(3,450)	-	(100,689)
Impairment	-	(526)	(59,303)	-	-	(59,829)
Held for sale (Note 31)	(36,700)	(16,982)	(4,464)	-	-	(58,146)
Net book value	-	3,499	3,788	1,143	513	8,943

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

8. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

	Freehold Land $'000	Buildings $'000	Plant and Equipment $'000	Motor Vehicles $'000	Work in Progress $'000	Total $'000
Year ended December 31, 2020						
Opening net book value	37,000	24,589	3,192	986	235	66,002
Revaluation	(300)	1,622	-	-	-	1,322
Additions	-	-	-	-	2,106	2,106
Reclassification	-	(4,935)	4,935	-	-	-
Transfers	-	-	1,321	-	(1,321)	-
Disposals	-	-	(2,310)	(213)	-	(2,523)
Reversal of Impairment	-	4,686	7,091	-	-	11,777
Impairment	-	(278)	(1,836)	-	-	(2,114)
Depreciation charge	-	(8,435)	(1,686)	(647)	-	(10,768)
Closing net book value	36,700	17,249	10,707	126	1,020	65,802
At December 31, 2020						
Cost or valuation	36,700	40,106	138,095	2,879	1,020	218,800
Accumulated depreciation	-	(22,331)	(70,230)	(2,753)	-	(95,314)
Impairment	-	(526)	(57,158)	-	-	(57,684)
Net book value	36,700	17,249	10,707	126	1,020	65,802

(i) Work in progress

Work in progress represents site improvement projects which are estimated to be completed during the financial year 2022.

(ii) Depreciation expense

Depreciation expense of $561 thousand (2020: $121 thousand) has been charged in cost of sales, $4,218 thousand (2020: $9,820 thousand) in distribution costs and $596 thousand (2020: $827 thousand) in administrative expenses.

(iii) Valuation

An independent valuation of land and buildings was performed by independent professional valuators on January 19, 2021, with effective date December 31, 2020. This valuation, which conforms to International Valuation Standards, was determined by reference to the most recent market transactions on an arm's length basis at the time. No further external valuation exercises were performed during 2021 related to land and buildings. The only changes in Net Book Value were driven by the depreciation of buildings. Refer to Note 29 for further details.

If freehold land and buildings were stated on the historical cost basis, the amounts would be as follows:

	2021 $'000	2020 $'000
Cost	20,131	20,131
Accumulated depreciation	(6,477)	(6,251)
Net book amount	13,654	13,880

(iv) Impairment & Assets held for sale

During the financial year 2020, the Company engaged a local independent valuation specialist to value the previously impaired factory and warehousing equipment, which resulted in a partial reversal of impairment. At the end of 2021, the Company enlisted an international sales specialist for machinery & equipment in order to map, list, promote and assist in the sale of the selected factory and warehousing equipment. As such, these assets are now presented separately on the statement of financial position as assets held for sale (refer to Note 31). The value of the machinery held for sale was also reassessed by the international sales specialist through their certified appraiser. Refer to Note 29 for additional details.

During the financial year 2021, the Company also engaged a real estate broker to pursue a potential sale and temporary lease-back of the land & buildings. This includes the full premises from which the Company is currently operating. These assets are presented separately on the statement of financial position under assets held for sale (refer to Note 31).

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

8. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

(v) Right-of-use

Right-of-use assets related to leased properties that do not meet the definition of investment property are presented as property, plant and equipment. The book value of right-of-use assets are stated below:

	Buildings $'000	Plant and Equipment $'000	Motor Vehicles $'000	Total $'000
2021				
Balance at January 1	-	-	126	126
Additions	6,997	-	1,714	8,711
Depreciation charge for the year	(3,498)	-	(697)	(4,195)
Balance at December 31	3,499	-	1,143	4,642
2020				
Balance as at January 1	8,357	305	986	9,648
Depreciation charge for the year	(8,357)	(305)	(647)	(9,309)
Disposal	-	-	(213)	(213)
Balance as at December 31	-	-	126	126

The Company signed into a new warehousing agreement, as well as multiple vehicle agreements on January 1, 2021. In accordance with IFRS 16, the right of use assets, as well as the lease liability have been recognised per that date.

9. POST-EMPLOYMENT AND TERMINATION BENEFITS

The Company contributes to defined benefit pension plans (the Pension Plans), for its monthly paid and permanent hourly paid employees, which entitles a retired employee to receive an annual pension payment. Employees may retire at age 60-65 and are entitled to receive annual payments based on a percentage of their final salary. Employees may retire earlier under certain conditions.

The Company's Pension Plans are funded by the Company and employees, the assets of the Pension Plans being managed separately by the Trustee. The funding requirements are based on the pension fund's actuarial measurement performed by an independent qualified actuary.

The Company also has two other post-retirement employee benefits arrangements.

(1) An unfunded pension plan for persons who retired prior to the establishment of the two pension plans mentioned above.

(2) A termination lump sum plan for hourly-paid employees as part of its 2007 – 2010 Collective Labour Agreement.

All four of the Company's post-retirement employee benefits arrangements are collectively referred to as "the Plans".

	2021 $'000	2020 $'000
Defined benefit asset (liability)		
(i) Retirement benefit asset:		
Monthly paid staff (a)	137,039	109,505
(ii) Retirement benefit and termination liabilities:		
Hourly paid staff (b)	-	(1,952)
Supplementary pension scheme (c)	(575)	(617)
Termination benefits – lump sum plan (d)	(6,414)	(6,793)
	(6,989)	(9,362)

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

9. POST-EMPLOYMENT AND TERMINATION BENEFITS (CONTINUED)

	2021 $'000	2020 $'000
Defined benefit asset (liability) (continued)		
(iii) Movement in net defined benefit asset		
Retirement benefit asset	137,039	109,505
Retirement and termination benefit obligations	(6,989)	(9,362)
	130,050	100,143
Balance at January 1	100,143	80,240
Net pension benefit/(cost)	1,469	(861)
Re-measurements recognised in OCI	25,055	16,889
Contributions paid	3,383	3,875
Balance at December 31	130,050	100,143
(iv) Total amounts recognised in OCI:		
Monthly paid staff	(23,438)	(16,338)
Hourly paid staff	(1,747)	(356)
Supplementary pension scheme	21	(344)
Termination benefits – lump sum plan	109	149
	(25,055)	(16,889)
(v) Total amounts recognised in profit or loss:		
Current service cost	4,130	5,092
Net interest on net defined benefit asset	(5,898)	(4,567)
Gains on curtailment and settlement	-	-
Administration expenses	299	336
Net pension (benefit)/cost (Note 18 (b))	(1,469)	861
Net pension (benefit)/cost includes:		
Monthly paid staff	(2,819)	(590)
Hourly paid staff	895	965
Supplementary pension scheme	33	52
Termination benefits – lump sum plan	422	434
	(1,469)	861

Pension (benefit)/expense of $(1,193) thousand (2020: $213 thousand) has been charged in cost of sales, $(215) thousand (2020: $445 thousand) in distribution costs and $(61) thousand (2020: $628 thousand) in administrative expenses.

(vi) The principal assumptions are as follows:

	Per annum 2021 %	Per annum 2020 %
Discount rate (all Plans)	6.00	5.75
Salary increases:		
- Monthly paid employees	4.50	4.50
- Weekly paid employees	4.00	4.00
- Supplementary pension	2.75	2.75
- Termination/lump sum	4.00	4.00
NIS ceiling/pension increases		
- Future pension increases	2.75	2.75
- Future NIS pension increases	0.00	0.00

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

9. POST-EMPLOYMENT AND TERMINATION BENEFITS (CONTINUED)

Defined benefit asset (liability) (continued)

(vi) The principal assumptions are as follows: (continued)

Assumptions regarding future mortality are based on published mortality tables. The life expectancies underlying the value of the defined benefit obligation as at December 31, are as follows:

	2021 Years	2020 Years
Life expectancy at age 60 for current pensioner		
- Male	21.8	21.8
- Female	26.1	26.0
Life expectancy at age 60 for current members age 40		
- Male	22.7	22.7
- Female	27.0	27.0

The discount rate was increased by 25 basis points in 2021, due to a slight increase in the long-term government bond yields since the end of 2020.

The weighted average duration of the defined benefit obligation at year end is:

	2021 Years	2020 Years
Monthly	14.0	14.3
Hourly	10.9	11.5
Termination lump sum	10.0	9.5
Supplementary pension scheme	6.5	6.6

The weighted average duration decreased as a result of the above-mentioned change in discount rate.

(vii) Sensitivity analysis

The following table summarises how the defined benefit obligation as at December 31, 2020, would have changed as a result of a change in the other assumptions used:

	2021 increase $'000	2021 decrease $'000	2020 increase $'000	2020 decrease $'000
Monthly-Rated Pension Plan				
Discount rate (1% movement)	(24,277)	30,753	(24,982)	31,804
Future pension increase (1% movement)	5,577	(4,806)	5,321	(4,563)
Future salary increase (1% movement)	24,751	(20,418)	25,975	(21,296)

An increase of one (1) year in the assumed life expectancies shown in (Note 9(vi)) would increase the defined benefit obligation as at December 31, 2021, by $4,774 thousand.

	2021 increase $'000	2021 decrease $'000	2020 increase $'000	2020 decrease $'000
Hourly-Rated Pension Plan				
Discount rate (1% movement)	(2,171)	2,968	(2,295)	3,134

An increase of one (1) year in the assumed life expectancies shown in (Note 9(vi)) would increase the defined benefit obligation at December 31, 2021, by $467 thousand.

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

9. POST-EMPLOYMENT AND TERMINATION BENEFITS (CONTINUED)

Defined benefit asset (liability) (continued)

(vii) Sensitivity analysis (continued)

	2021 increase $'000	2021 decrease $'000	2020 increase $'000	2020 decrease $'000
Termination Lump Sum Plan				
Discount rate (1% movement)	(531)	641	(559)	675
Future salary increase (1% movement)	648	(546)	610	(513)
Supplementary Pension Plan				
Discount rate (1% movement)	(33)	38	(36)	41
Future salary increase (1% movement)	41	(37)	45	(40)

These sensitivities were calculated by recalculating the defined benefit obligations using the revised assumptions.

(viii) Change in Plan assets and liabilities

(a) Retirement benefit asset (Monthly paid staff)

	2021 $'000	2020 $'000
(i) Amounts recognised in the statement of financial position are as follows:		
Fair value of plan assets	342,614	316,924
Present value of defined benefits obligation	(205,575)	(207,419)
Retirement benefit asset	137,039	109,505
(ii) Movement in the asset recognised in the statement of financial position:		
Asset as at January 1	109,505	91,017
Net pension benefit	2,819	590
Re-measurements recognised in OCI	23,438	16,338
Contributions paid	1,277	1,560
Asset as at December 31	137,039	109,505
(iii) Amounts recognised in profit or loss:		
Current service cost	3,359	4,277
Net interest	(6,364)	(5,085)
Gains on curtailment and settlement	-	-
Administration expenses	186	218
Net pension (benefit)/cost	(2,819)	(590)
(iv) Change in plan assets		
Plan assets at start of year	316,924	316,103
Return on plan assets	17,787	(432)
Interest income	17,939	16,960
Company contributions	1,277	1,560
Members' contributions	1,277	1,562
Benefits paid	(12,404)	(18,611)
Expenses paid	(186)	(218)
Plan assets at end of year	342,614	316,924

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

9. POST-EMPLOYMENT AND TERMINATION BENEFITS (CONTINUED)

Defined benefit asset (liability) (continued)

(viii) Change in Plan assets and liabilities (continued)

(a) Retirement benefit asset (Monthly paid staff) (continued)

(iv) Change in plan assets (continued)

Plan assets are comprised as follows:

	2021		2020	
	$'000	%	$'000	%
Locally listed equities	101,742	30	85,772	27
Overseas equities	87,168	25	66,717	21
TT$ denominated bonds	85,256	25	86,832	28
US$ denominated bonds	54,774	16	57,695	18
Property (mutual funds)	128	-	128	-
Cash and cash equivalents	13,395	4	19,621	6
Other (annuity policies)	151	-	159	-
Fair value of Plan assets	342,614	100	316,924	100

Overseas equities have quoted prices in active markets. Local equities also have quoted prices but the market is relatively illiquid. The Investment Manager calculates the fair value of the Government bonds and Corporate bonds by discounting expected future proceeds using a constructed yield curve. The majority of the Plan's TT$ bonds were either issued or guaranteed by the Government of Trinidad and Tobago.

The Plan's assets are invested in a strategy agreed with the Plan's Trustee and Management Committee. This strategy is largely dictated by statutory constraints (at least 80% of the assets must be invested in Trinidad and Tobago and no more than 50% in equities) and the availability of suitable investments. There are no asset-liability matching strategies used by the Plan. Refer to Note 9 ((viii) (b) (iv)) for hourly pension plan assets).

	2021 $'000	2020 $'000
(v) Change in defined benefit obligation		
Defined benefit obligation at start of year	207,419	225,086
Service cost	3,359	4,277
Interest cost	11,575	11,875
Members' contribution	1,277	1,562
Experience adjustment	1,358	(9,531)
Actuarial gain from change in financial assumptions	(7,009)	(7,239)
Benefits paid	(12,404)	(18,611)
Defined benefit obligation at end of year	205,575	207,419

(vi) Funding

The Company meets the balance of the cost of funding the defined benefit Pension Plan and the Company must pay contributions at least equal to those paid by members, which are fixed. The funding requirements are based on regular (at least every 3 years) actuarial valuations of the Plan and the assumptions used to determine the funding required may differ from those set out above. The Company expects to pay $1,357 thousands to the Pension Plan during 2022.

(b) Retirement benefit obligation (Hourly paid staff)

	2021 $'000	2020 $'000
(i) Amounts recognised in the statement of financial position are as follows:		
Fair value of plan assets	25,029	22,680
Present value of defined benefit obligation	(25,029)	(24,632)
Retirement benefit obligation	-	(1,952)

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

9. POST-EMPLOYMENT AND TERMINATION BENEFITS (CONTINUED)

Defined benefit asset (liability) (continued)

(viii) Change in Plan assets and liabilities (continued)

(b) Retirement benefit obligation (Hourly paid staff) (continued)

	2021 $'000	2020 $'000
(ii) Movement in the obligation recognised in the statement of financial position:		
Defined benefit obligation as at January 1	(1,952)	(2,546)
Net pension cost	(895)	(965)
Remeasurements recognised in OCI	1,747	356
Contributions paid	1,100	1,203
Defined benefit obligation as at December 31	-	(1,952)
(iii) Amounts recognised in profit or loss:		
Current service cost	714	752
Net interest	68	95
Administration expenses	113	118
Net pension cost	895	965
(iv) Change in plan assets		
Plan assets at start of year	22,680	24,299
Return on plan assets	1,092	(527)
Interest income	1,303	1,272
Company contributions	1,100	1,203
Members' contributions	566	586
Benefits paid	(1,599)	(4,035)
Expense allowance	(113)	(118)
Plan assets at end of year	25,029	22,680

Plan assets are comprised as follows:

	2021 $'000	2021 %	2020 $'000	2020 %
Locally listed equities	6,009	24	5,560	25
Overseas equities	5,926	24	4,785	21
TT$ denominated bonds	10,162	41	9,818	43
US$ denominated bonds	1,583	6	1,690	7
Cash and cash equivalents	1,349	5	827	4
Fair value of Plan assets	25,029	100	22,680	100

	2021 $'000	2020 $'000
(v) Change in defined benefit obligation		
Defined benefit obligation at start of year	24,632	26,845
Service cost	714	752
Interest cost	1,371	1,367
Members' contribution	566	586
Experience adjustments	(2)	(193)
Actuarial losses from changes		
Actuarial gain from changes in financial assumptions	(653)	(690)
Benefits paid	(1,599)	(4,035)
Defined benefit obligation at end of year	25,029	24,632

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

9. POST-EMPLOYMENT AND TERMINATION BENEFITS (CONTINUED)

Defined benefit asset (liability) (continued)

(viii) Change in Plan assets and liabilities (continued)

(b) Retirement benefit obligation (Hourly paid staff) (continued)

(vi) Funding

The Company meets the balance of the cost of funding the defined benefit Pension Plan and the Company must pay contributions at least equal to those paid by members, which are fixed. The funding requirements are based on regular (at least every 3 years) actuarial valuations of the Plan and the assumptions used to determine the funding required may differ from those set out above. The Company expects to pay $978 thousands to the Pension Plan during 2022.

(c) Supplementary pension scheme

	2021 $'000	2020 $'000
(i) Amounts recognised in the statement of financial position are as follows:		
Present value of defined benefit obligation	(575)	(617)
(ii) Re-measurements recognised in OCI		
Experience losses/(gains)	21	(344)
(iii) Amounts recognised in profit or loss:		
Interest on defined benefit obligation	33	52
(iv) Change in defined benefit obligation		
Defined benefit obligation at start	(617)	(976)
Interest cost	(33)	(52)
Actuarial (losses)/gains	(21)	344
Benefits paid	96	67
Defined benefit obligation at end of year	(575)	(617)

(v) Funding

The Company pays the pension benefits as they become due. The Company expects to pay $26 thousand to the Pension Plan during 2022.

(d) Termination benefits lump sum plan

	2021 $'000	2020 $'000
(i) Amounts recognised in the statement of financial position are as follows:		
Present value of defined benefit obligation	(6,414)	(6,793)
(ii) Re-measurements recognised in OCI		
Experience losses	109	149
(iii) Amounts recognised in profit or loss:		
Current service cost	57	63
Interest on defined benefit obligation	365	371
Gains on curtailment and settlement	-	-
Net pension cost	422	434

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

9. POST-EMPLOYMENT AND TERMINATION BENEFITS (CONTINUED)

Defined benefit asset (liability) (continued)

(viii) Change in Plan assets and liabilities (continued)

(d) Termination benefits lump sum plan (continued)

	2021 $'000	2020 $'000
(vi) Change in defined benefit obligation:		
Defined obligation at start	6,793	7,255
Current service cost	57	63
Interest cost	365	371
Experience adjustment	258	306
Actuarial gain from changes in financial assumptions	(149)	(157)
Benefits paid	(910)	(1,045)
Defined benefit obligation at end of year	6,414	6,793

(v) Funding

The Company pays the termination lump sums as they fall due. The Company expects to pay $1,362 thousand to the Pension Plan during 2022.

10. DEFERRED TAXATION

Deferred tax assets and liabilities in the statement of financial position and the deferred tax (credit) charge in profit or loss and other comprehensive income (OCI) are attributable to the following items:

	2020 $'000	Note 21 Charge (Credit) to Profit or Loss $'000	Charge to OCI $'000	Note 31 Movement to Held for Sale $'000	2021 $'000
Deferred tax liabilities					
Accelerated tax depreciation	517	490	-	-	1,007
Retirement benefit asset	(32,852)	(743)	(7,516)	-	(41,111)
Property revaluation surplus	(2,949)	-	-	2,949	-
	(35,284)	(253)	(7,516)	2,949	(40,104)
Deferred tax asset					
Accumulated tax losses	11,704	(8,502)	-	-	3,202
Retirement benefit obligation	2,808	(712)	-	-	2,096
IFRS 9	641	15	-	-	656
Net lease liability	3	37	-	-	40
Legal provision	-	465	-	-	465
	15,156	(8,697)	-	-	6,459
Net deferred tax liability	(20,128)	(8,950)	(7,516)	2,949	(33,645)

	2019 $'000	Note 21 Charge (Credit) to Profit or Loss $'000	Charge to OCI $'000	Note 31 Movement to Held for Sale $'000	2020 $'000
Deferred tax liabilities					
Accelerated tax depreciation	3,941	(3,424)	-	-	517
Retirement benefit asset	(27,306)	(479)	(5,067)	-	(32,852)
Property revaluation surplus	(2,552)	-	(397)	-	(2,949)
	(25,917)	(3,903)	(5,464)	-	(35,284)
Deferred tax asset					
Accumulated tax losses	12,445	(741)	-	-	11,704
Retirement benefit obligation	3,233	(425)	-	-	2,808
IFRS 9	-	641	-	-	641
Net lease liability	-	3	-	-	3
	15,678	(522)	-	-	15,156
Net deferred tax liability	(10,239)	(4,425)	(5,464)	-	(20,128)

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

11. INVENTORIES

	2021 $'000	2020 $'000
Finished goods	22,075	20,505
Goods in transit (finished goods)	5,425	5,743
	27,500	26,248
Impairment allowance	(692)	(491)
	26,808	25,757
Analysis of movements of impairment allowance is as follows:		
At January 1	491	209
Impairment charge for the year	1,948	1,429
Write-offs	(1,747)	(1,147)
At December 31	692	491

The cost of inventories recognised as an expense and included in cost of sales of continued operations amounted to $120,244 thousand (2020: $141,509 thousand).

12. TRADE AND OTHER RECEIVABLES

	2021 $'000	2020 $'000
Trade receivables	43,000	22,864
Allowance for expected credit losses	(2,188)	(2,137)
Trade receivables – net	40,812	20,727
Value added tax recoverable	7,543	10,605
Other receivables and prepayments	54,593	60,505
	102,948	91,837

The Company does not consider the fair values of trade and other current receivables to be significantly different from their carrying values. Concentrations of credit risk with respect to trade receivables are limited, due to the Company's customer base being large and diverse. Our historical experience of collecting receivables, supported by the level of default, is that credit risk is low across regions and so trade receivables are considered to be a single class of financial assets. Impairment for trade receivables are calculated for specific receivables with known or anticipated issues affecting the likelihood of recovery and for balances past due with a probability of default based on historical data as well as relevant forward-looking information.

Other receivables consist of $50,085 thousand (2020: $55,042 thousand), which is resulting from the Reverse Master Supply Agreement between the Company and Upfield Trinidad and Tobago Limited, effective October 1, 2019, with a 90-day payment term. ECL recorded as a result was $162 thousand. The $102,948 thousand of gross trade and other receivables consist of $73,960 thousand that is impacted by the ECL model and a remaining balance of $28,988 thousand that is not subject to ECL.

Trade receivables (excluding VAT receivable) analysed by loss allowance is stated below:

	Weighted average Loss rate	Gross Carrying Amount	Expected Loss Allowance	Credit Impaired
December 31, 2021 $'000				
Current (not past due)	0.5%	65,818	(329)	No
Overdue by less than 3 months	3.6%	6,047	(220)	No
Overdue by less than 3 to 6 months	15.0%	256	(38)	No
Overdue by less than 6 to 12 months	30.0%	273	(82)	No
Overdue by greater than 12 months	96.7%	1,566	(1,519)	Yes
		73,960	(2,188)	

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

12. TRADE AND OTHER RECEIVABLES (CONTINUED)

	Weighted average Loss rate	Gross Carrying Amount	Expected Loss Allowance	Credit Impaired
December 31, 2020				
$'000				
Current (not past due)	0.5%	46,335	(232)	No
Overdue by less than 3 months	5.0%	7,852	(392)	No
Overdue by less than 3 to 6 months	15.0%	351	(53)	No
Overdue by less than 6 to 12 months	41.9%	30	(13)	No
Overdue by greater than 12 months	98.8%	1,465	(1,447)	Yes
		56,033	(2,137)	

Analysis of movements in allowance for expected credit losses is as follows:

	2021 $'000	2020 $'000
Balance at January 1	2,137	9,004
Impairment		
Net remeasurement of loss allowance	51	(1,176)
Amounts written off	-	(5,691)
Balance at December 31	2,188	2,137

The impairment loss on trade receivables is split between continuing and discontinued operations in 2021. A benefit of $18 thousand was recorded in continued operations, and a cost of $69 thousand was recorded in discontinued operations.

The carrying amounts of trade and other receivables are denominated in the following currencies:

	2021 $'000	2020 $'000
Trinidad and Tobago dollars	74,263	77,744
United States dollars	28,685	14,093
	102,948	91,837

13. RELATED PARTY TRANSACTIONS AND BALANCES

A related party is a person or entity that is related to the Company. These include both people and entities that have, or are subject to, the influence or control of the Company. The following transactions were carried out with related parties:

	2021 $'000	2020 $'000
Costs:		
(i) Sale of Equipment to related companies (Note 8)	-	2,466
(ii) Sale of raw material inventory to related companies	-	6,123
(iii) Purchases from related companies	149,113	112,545
(iv) Royalties and service fees charged to the Company (Note 18)	15,040	16,628
(v) Related party shared services (Note 18)	5,443	6,638
(vi) Key management compensation:		
- Short-term employee benefits	4,852	7,390
- Post-employment benefits	251	328
- Termination benefits	-	595

Compensation of the Company's key management personnel includes salaries, non-cash benefits and contributions to a post-employment defined benefit plan (Note 9).

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Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

13. RELATED PARTY TRANSACTIONS AND BALANCES (CONTINUED)

		2021 $'000	2020 $'000
Income:			
(vii)	Intercompany Transfer of local Tea Business (Note 30)	169,846	-
(viii)	Strategic Management Agreement Tea Business	1,374	-

On October 1, 2021, the Company transferred its Tea Business via an intercompany sale to a newly incorporated global Unilever tea holding company, and signed a Strategic Management Agreement (refer to Note 30) from which it is generating income from the related party tea holding company.

		2021 $'000	2020 $'000
Balances:			
(ix)	Year end balances arising from sales/purchases of goods/ services, royalties and service fees:		
	Due from related companies	176,388	43,574
	Due to related companies	31,528	39,395

The amounts due from related companies included $172,577 thousand which is held in the Unilever Group Treasury account. It also includes $3,728 thousand related to inventories of the tea business, derecognised from inventory, and recognised instead as an intercompany receivable. No expense has been recognised in the current year or prior year for expected credit losses in respect of amounts due from related parties. The amounts due to related companies have no fixed repayment terms and represent normal trading activities.

14. STATED CAPITAL

	2021	2020
Authorised		
An unlimited number of ordinary shares of no-par value		
Issued and fully paid		
26,243,832 ordinary shares of no-par value	26,244	26,244

15. TRADE AND OTHER PAYABLES

	2021 $'000	2020 $'000
Trade payables	25,191	21,996
Other payables and accruals	38,209	31,926
	63,400	53,922

16. PROVISIONS FOR OTHER LIABILITIES

	Legal $'000	Restructuring $'000	Other $'000	Total $'000
Balance at December 31, 2020	1,050	-	5,838	6,888
Additional provisions	1,650	2,944	8,644	13,238
Unused amounts reversed	(575)	-	(188)	(763)
Used during the year	(275)	-	(3,338)	(3,613)
Balance at December 31, 2021	1,850	2,944	10,956	15,750

These items relate to legal, restructuring and other variable employee related provisions. The Company expects these provisions to be substantially utilised within the next twelve months.

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

17. REVENUE

	Continuing Operations		Discontinued (Note 30) Operations		Total Revenue	
	2021 $'000	2020 $'000	2021 $'000	2020 $'000	2021 $'000	2020 $'000
Third party sales	233,186	242,145	30,150	47,864	263,336	290,009

The Company only sells products to third parties.

18. EXPENSES

		2021 $'000	2020 $'000
(a)	***Expenses by nature***		
	Continuing Operations		
	Cost of imported goods sold	98,061	126,353
	Employee benefit expense (Note 18 (b))	41,223	54,865
	Royalties and service fees (Note 13)	13,180	16,628
	Shared services (Note 13)	5,443	6,638
	Advertising and promotional costs	11,063	12,302
	Distribution costs	13,272	13,891
	Human resources costs	2,415	3,410
	Depreciation (Note 8)	5,375	10,768
	Information technology costs	501	1,734
	Marketing and sales	9,039	12,387
	Merchandising expenses	4,501	4,270
	Gain on disposal of property, plant and equipment	-	(185)
	Other expenses	3,668	4,929
	Restructuring costs (Note 18 (c))	5,568	555
	Total cost of sales, selling and distribution costs administrative expenses and one-off restructuring	213,309	268,545
	Discontinued Operations (Note 30)		
	Cost of imported goods sold	13,578	-
	Royalties and service fees (Note 13)	1,860	-
	Advertising and promotional costs	742	-
	Distribution costs	2,215	-
	Marketing and sales	69	-
	Merchandising expenses	899	-
	Other expenses	9	-
	Total cost of sales, selling and distribution costs administrative expenses and one-off restructuring	19,454	-

In December 2019, the Company committed to a plan to restructure product lines in the Home Care manufacturing category and in 2020, further costs were incurred, and the Company moved into a new warehousing location as part of its transformation of the distribution operations. In 2021, expenses were recorded under restructuring in relation to the dismantling work of the plant assets and the impairment from the revaluation exercise completed on the saleable machinery (refer to Notes 29 and 31). The costs of the first three quarters of 2021 related to the teas category have been reflected under discontinued operations. 2020 includes a full year of tea expenses under continued operations (refer to Note 30).

		2021 $'000	2020 $'000
(b)	***Employee benefit expense***		
	Wages and salaries	40,569	51,608
	National insurance	2,123	2,396
	Pension (benefit)/expense (Note 9)	(1,469)	861
		41,223	54,865

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Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

18. EXPENSES (CONTINUED)

		2021 $'000	2020 $'000
(c)	***Restructuring costs***		
	Net impairment of property, plant and equipment	2,145	(9,662)
	Restoration	3,178	3,840
	Manpower cost	-	4,552
	Other expenses	245	1,825
	Restructuring cost	5,568	555

19. OTHER INCOME

	2021 $'000	2020 $'000
Other income	5,391	3,724

In April 26, 2018, the Company agreed to the sale of its Spreads Business to Upfield Trinidad and Tobago Limited. This entity is a wholly owned subsidiary of Kohlberg Kravis Roberts LP (KKR). Unilever is providing certain services to the Spreads Business for a transitional period as part of the Reverse Master Supply Agreement. The income generated through this agreement is recorded under other income.

Together with the intercompany transfer agreement of the Company's tea business (refer to Note 30), the Company signed a Strategic Management Agreement with ekaterra in order to facilitate the transition of the tea business. Under the strategic agreement, the Company provides certain activities related to the tea business. The income generated through this agreement is recorded under other income. For the other income recorded under discontinued operations, related to the sale of the tea business itself, refer to Note 30.

20. NET FINANCE EXPENSE

	2021 $'000	2020 $'000
Interest income	7	153
Interest expense	(642)	(392)
Net finance expense	(635)	(239)

The interest expense is mainly in relation to leases recognised under IFRS 16, whereas the interest income is income generated from an interest-bearing account managed by the Unilever Group Treasury.

21. TAXATION EXPENSE

		2021 $'000	2020 $'000
(a)	***Taxation expense comprises:***		
	Current tax	1,713	1,774
	Change in estimates related to prior years	277	143
		1,990	1,917
	Origination and reversal of temporary differences (Note 10)	8,950	4,425
		10,940	6,342
	Continuing operations	7,702	6,342
	Discontinued operations (Note 30)	3,238	-
	Taxation expense	10,940	6,342

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

21. TAXATION EXPENSE

(b) *Reconciliation of effective tax rate:*

The Company's effective tax rate varies from the statutory rate of 30% as a result of the differences shown below:

	2021 $'000	2021 %	2020 $'000	2020 %
Profit before tax	199,752	100.00	24,949	100.00
Tax using the Company's tax rate	59,925	30.00	7,484	30.00
Tax effects of:				
Income exempt tax	(50,964)	(25.51)	(59)	(0.24)
Expenses not deductible for tax purposes	(11)	(0.01)	(279)	(1.12)
Business levy	1,713	0.86	1,774	7.11
Changes in estimates related to prior years	277	0.14	(2,578)	(10.33)
Tax expense	10,940	5.48	6,342	25.42

(c) *Amounts recognised in OCI:*

	Before Tax $	Tax Expense $	After Tax $
2021			
Remeasurements of defined benefit asset/liability (Note 9 (iv))	25,055	(7,516)	17,539
2020			
Revaluation of property plant and equipment (Note 8)	1,322	(397)	925
Remeasurements of defined benefit asset/liability (Note 9 (iv))	16,889	(5,067)	11,822
	18,211	(5,464)	12,747

22. EARNINGS PER SHARE – BASIC AND DILUTED

Basic earnings per ordinary share is calculated by dividing the profit or loss for the year attributable to equity holders of the Company by the weighted average number of ordinary shares outstanding during the year.

	2021	2020
Profit attributable to equity holders ($'000)	188,812	18,607
Weighted average # of ordinary shares in issue ('000) (Note 14)	26,244	26,244
Basic and diluted earnings per share ($)	7.19	0.71

23. DIVIDENDS

On March 28, 2022, the Board of Directors declared a final dividend of $4.30, bringing the total dividend in respect of 2021 to $4.50 per share (2020: $0.60 per share). These financial statements do not reflect the final dividend which will be accounted for as an appropriation of retained earnings in the year ending December 31, 2022.

Dividends accounted for as an appropriation of retained earnings are as follows:

	2021 $'000	2020 $'000
Final dividend for 2020 – $0.60 per share (2019 - $0.00 per share)	15,746	-
Interim dividend for 2021 – $0.20 per share (2020 - $0.00 per share)	5,249	-
	20,995	-

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

24. FINANCIAL INSTRUMENTS

Financial instruments carried on the statement of financial position include cash at bank, lease liabilities, trade and other payables, trade and other receivables and due to and from related companies.

Classification and measurement of financial instruments

This classification of financial assets comprises the following captions:

- Cash and cash equivalents.
- Trade receivables and other current accounts receivable (excluding statutory receivables). Due to their short-term nature, the Company initially recognises these assets at the original invoiced or transaction amount less expected credit losses.

The Company's financial liabilities include accounts payable and accruals and finance lease liabilities which are recognised initially at fair value and present value of future lease payments respectively.

Impairment losses of financial assets, including trade accounts receivable, are recognised using the expected credit loss model for the entire lifetime of such financial assets on initial recognition, and at each subsequent reporting period, even in the absence of a credit event or if a loss has not yet been incurred, considering for their measurement past events and current conditions, as well as reasonable and supportable forecasts affecting collectability.

(a) Financial instruments by category

The accounting policies for financial instruments have been applied to the line items below:

	2021 $'000	2020 $'000
Receivables at amortised cost:		
Assets as per statement of financial position		
Trade and other receivables	102,948	91,837
Cash at bank and in hand	118,132	75,384
Due from related parties	176,388	43,574
	397,468	210,795
Financial liabilities at amortised cost:		
Liabilities as per statement of financial position		
Trade and other payables	63,400	53,922
Lease liabilities	4,775	136
Due to related parties	31,528	39,395
	99,703	93,453

(b) Credit quality of financial assets

The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to external credit ratings (if available) or to historical information about counterparty default rates:

	2021 $'000	2020 $'000
Trade receivables		
Counterparties without external credit rating		
Company 1	1,105	-
Company 2	39,707	20,727
Company 3	-	-
Total unimpaired trade receivables (Note 12)	40,812	20,727

Company 1 - new customers
Company 2 - existing customers with no default in the past year.
Company 3 - existing customers with some defaults in the past year.

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

24. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Credit quality of financial assets (continued)

Cash and cash equivalents

	2021 $'000	2020 $'000
Reputable financial institutions:		
Cash at bank	118,132	75,384

25. BANK FACILITIES

The Company has facilities with the following financial institutions:

- RBC Royal Bank (Trinidad and Tobago) Limited – overdraft facilities to a maximum of TT$12 million (2020: TT$12 million) on its TTD denominated accounts, with interest at the commercial prime rate of 7.5% (2020: 7.5%).
- Citibank (Trinidad and Tobago) Limited
  - Trade financing facility to a maximum of US$5 million (2020: US$5 million).
  - Working capital financing facility to a maximum of US$1.25 million (2020: US$1.25 million).
  - Overdraft temporary cash US$1.25 million (2020: US$1.25 million)

26. CONTINGENT LIABILITIES

	2021 $'000	2020 $'000
Custom bonds and other guarantees	3,766	7,030

These consist of bonds required to be kept by the Company in order to meet legal requirements with the Government of Trinidad and Tobago. The probability of this bond being utilised is remote.

The Company is a defendant in various Industrial Relations matters at the reporting date. Management expects a favourable outcome from the matters.

27. LEASE COMMITMENTS

The Company recognises short term and low value lease payments as an expense to the P&L on a straight-line basis over the lease term.

2021 lease payments recognised directly in profit or loss for short term and low value leases under IFRS 16 amount to $1,150 thousand. Interest on finance leases amount to $404 thousand, and depreciation expenses amount to $4,194 thousand (Note 8). Total lease payments amount to $4,477 thousand.

2020 lease payments recognised directly in profit or loss for short term and low value leases under IFRS 16 amount to $96 thousand. Interest on finance leases amount to $3 thousand, and depreciation expenses amount to $9,309 thousand (Note 8). Total lease payments amount to $10,522 thousand.

The maturity analysis of lease liabilities is as follows:

	2021 $'000	2020 $'000
Less than one year	4,170	136
More than one year, but no more than five years	605	-
	4,775	136
The future aggregate minimum lease payments under the terms of non-cancellable operating leases are as follows:		
Less than one year	1,183	1,084
More than one year, but no more than five years	341	180
	1,524	1,263

The Company signed a new warehousing agreement, as well as new vehicle agreements effective January 1, 2021. As per IFRS 16, the right of use asset, as well as the lease liability have been recognised upon commencement of the contract per January 1, 2021.

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

28. OPERATING SEGMENTS

(a) Basis for segmentation

Management has determined the operating segments based on the reports reviewed by the Chief Operating Decision Maker, which is the management committee, that are used to make strategic decisions.

The Company is organised into three main business segments:

- Home care - sale of a range of laundry detergents and other household products. This is related primarily to the sales of fabrics cleaning and conditioners as well as dish wash and a wide range of general household cleaning products.
- Beauty and Personal care - sale of a range of skin cleansing (soap, shower), hair care (shampoo, conditioner), skin care (face, hand & body moisturisers) and deodorants products.
- Foods and Refreshments – primarily ice-cream and dressings.

Discontinued operations reflect the sales related to the tea category up until September 30, 2021. The tea category was originally reflected under the Foods & Refreshments business segment. The 2020 numbers reflect the revenue and profit of the teas business for the full year within the Foods & Refreshments category. There are no sales or other transactions between the business segments.

(b) Information about reportable segments

Information related to each reportable segment is set out below. Segment profit before tax is used to measure performance because management believes that this information is the most relevant in evaluating the results of the respective segments relative to other entities that operate in the same industries.

(i) Business

	Home Care		Beauty & Personal Care		Foods & Refreshments		(Note 30) Discontinued Operations		Total Continuing Operations	
	2021 $'000	2020 $'000	2021 $'000	2020 $'000	2021 $'000	2020 $'000	2021 $'000	2020 $'000	2021 $'000	2020 $'000
Segment revenue	107,046	125,889	103,485	90,790	22,655	73,330	30,150	-	233,186	290,009
Operating profit/(loss) before restructuring cost	7,713	3,615	14,717	10,656	3,015	7,748	10,696	-	25,445	22,019

(ii) Geographical - Continued Operations

	Revenue		Operating Profit before restructuring cost	
	2021 $'000	2020 $'000	2021 $'000	2020 $'000
Trinidad and Tobago	138,955	182,349	15,776	14,377
Other	94,231	107,660	9,669	7,642
	233,186	290,009	25,445	22,019

	Total Assets	
	2021 $'000	2020 $'000
Trinidad and Tobago	613,753	422,482
Other	28,685	14,093
	642,438	436,575

The "other" segment includes revenue and receivables from sales to other Caribbean countries including CARICOM and the Dutch Caribbean.

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

29. DETERMINATION OF FAIR VALUES

(a) Valuation models

The Company measures fair values using the following fair value hierarchy that reflects the significance of the inputs used in making the measurements.

Level 1: Inputs that are quoted market prices (unadjusted) in active markets for identical instruments.

Level 2: Inputs other than quoted prices included within Level 1 that are observable either directly (i.e., as prices) or indirectly (i.e., derived from prices). This category includes instruments valued using: quoted market prices in active markets for similar instruments; quoted prices for identical or similar instruments in markets that are considered less than active; or other valuation techniques in which all significant inputs are directly or indirectly observable from market data.

Level 3: Inputs that are unobservable. This category includes all instruments for which the valuation technique includes inputs not based on observable data and the unobservable inputs have a significant effect on the instrument's valuation. This category includes instruments that are valued based on quoted prices for similar instruments but for which significant unobservable adjustments or assumptions are required to reflect differences between the instruments.

Valuation techniques include net present value and discounted cash flow models, comparison with similar instruments for which observable market prices exist and other valuation models.

The objective of valuation techniques is to arrive at a fair value measurement that reflects the price that would be received to sell the asset or paid to transfer the liability in an orderly transaction between market participants at the measurement date.

(b) Non-financial instruments measured at fair value

(i) Methodology

Freehold Land and Buildings

For freehold land and buildings that are not leased by the Company, a recurring fair value approach is used, where the value is based on valuations performed by external independent valuators periodically and with sufficient frequency, less any subsequent depreciation for the buildings. Additions to freehold land and buildings that occur after the date of revaluation are shown at cost. No additions have been recorded since the last valuation. Additions related to leases of land & buildings are treated separately. The Company's freehold land and buildings were last valued on January 19, 2021, by an independent professional valuator. The valuation surveyors used the Investment Method to determine the value of land and buildings, i.e., the capitalisation of the estimated net income realisable for the property. The highest and best use of the property is determined as light industrial/warehousing, which is the basis of the valuation. When these assets were classified as held for sale during quarter 4, the company made an assessment of the prior valuation performed in January 2021 and deemed it to still provide a fair reflection of the value of the assets. The only difference in value versus the prior valuation is the depreciation expenses recorded for the buildings subsequent to the valuation date. The fair value for land and buildings has been classified as Level 3 in the fair value hierarchy. The inputs were based on the prices paid for comparable properties in the open market at the time. The full value (excluding leases) of this asset class is classified under assets held for sale. The movement in land and buildings – Level 3 hierarchy is disclosed in Note 8. Further details on assets held for sale is disclosed in Note 31.

Machinery Held for Sale

Property plant and equipment is originally reported under the historical cost convention, however for the specific machinery related to the restructuring (classified as held for sale), a non-recurring fair value measurement was performed, and these assets are recorded at their fair value. The independent valuation of the specified home care and warehousing machinery was performed by an international professional valuator. This non-recurring fair value measurement was triggered by the events mentioned in Note 8 (iv) and Note 31. The fair value has been classified as Level 3 in the fair value hierarchy. The valuators used a fair market value-removed methodology. The inputs are based on an analysis of the Global and Regional market prices for comparable machinery. This is a change in valuation technique versus what was used by the local valuators in 2020. The overall movement of the assets is disclosed in Note 8.

The Company's policy is to recognise transfers into and out of fair value hierarchy levels as of the date of the event or change in circumstances that caused the transfer. There were no transfers between levels during the year.

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

29. DETERMINATION OF FAIR VALUES (CONTINUED)

(b) Non-financial instruments measured at fair value (continued)

(ii) Significant unobservable inputs used in measuring fair value

The table below sets out information about significant unobservable inputs used in measuring items categorised as Level 3 in the fair value hierarchy. There were no items categorised as Level 1 or 2.

Fair value measurements at the end of the reporting period using:

	December 31	Quoted prices in active markets for identical assets (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)
2021				
Recurring fair value measurements				
Land	$36.7m	-	-	$36.7m
Buildings	$17.0m	-	-	$17.0m
Total	$53.7m	-	-	$53.7m
Non-recurring fair value measurements				
Held for sale equipment	$4.5m	-	-	$4.5m
Total	$4.5m	-	-	$4.5m
2020				
Recurring fair value measurements				
Land	$36.7m	--	-	$36.7m
Buildings	$17.0m	-	-	$17.0m
Total	$53.7m	-	-	$53.7m
Non-recurring fair value measurements				
Held for sale equipment	$6.7m	-	-	$6.7m
Total	$6.7m	-	-	$6.7m

For 2020, the valuation performed on machinery used the depreciated replacement cost approach, conforming to International Valuation Standards, which was used to determine the recoverable amount of the assets. The cost to sell was subsequently deducted from the valuation to determine the fair value under level 3.

Reconciliation of the Recurring Fair Value Measurement, categorised within Level 3

	Carrying amount Jan 1	Additions/ (transfers)/ (disposals)	(Depreciation)/ (impairment)/ (retirement)	Revaluation gain/(loss)	Carrying amount Dec 31
2021					
Land	$36.7m	-	-	-	$36.7m
Buildings	$17.2m	-	$(0.2)m	-	$17.0m
Total	$53.9m	-	$(0.2)m	-	$53.7m
2020					
Land	$37.0m	-	-	$(0.3)m	$36.7m
Buildings	$16.2m	$(0.5)m	$(0.1)m	$1.6m	$17.2m
Total	$53.2m	$(0.5)m	$(0.1)m	$1.3m	$53.9m

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

29. DETERMINATION OF FAIR VALUES (CONTINUED)

(b) *Non-financial instruments measured at fair value (continued)*

(ii) *Significant unobservable inputs used in measuring fair value (continued)*

Valuation Techniques and Significant Unobservable Inputs

	Level 3 fair value at December 31	Valuation technique	Significant unobservable inputs
2021			
Land	$36.7 million	Investment Method	- Gross monthly rental value ($5.5 million) - Perpetuity rate (10%)
Buildings	$17.0 million	Investment Method	- Outgoings - Perpetuity rate(10%)
Held for sale equipment	$4.5 million	Market Value Removed	- Condition - Market data comparability - Cost to sell - Depreciation rate
2020			
Land	$36.7 million	Investment Method	- Gross monthly rental value ($5.5 million) - Perpetuity rate (10%)
Buildings	$17.2 million	Investment Method	- Outgoings - Perpetuity rate (10%)
Held for sale equipment	$6.7 million	Cost Approach	- Depreciation rate & condition - Cost to sell

Sensitivities to changes in unobservable inputs for recurring fair value measurement

	1% pa increase $'000	1% pa decrease $'000
2021		
Land & building		
Gross monthly rental value	720	(720)
Outgoings	17	(17)
Perpetuity Rate	550	(550)
2020		
Land & building		
Gross monthly rental value	720	(720)
Outgoings	17	(17)
Perpetuity Rate	550	(550)

(c) *Financial instruments not measured at fair value*

The financial instruments not measured at FVTPL include cash and cash equivalents, accounts receivable, due from related companies, trade and other payables and due to related companies and finance lease liabilities. These are short-term financial assets and financial liabilities whose carrying amounts approximate fair value because of their short-term nature and the high credit quality of counterparties.

FINANCIAL STATEMENTS

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

30. DISCONTINUED OPERATIONS

The Company announced that on August 25, 2021, it approved the intercompany sale and transfer of the local Tea business to a newly incorporated global Unilever tea holding company ("ekaterra") per October 1, 2021. The sale was completed, and subsequent to the disposal, the Company signed a Strategic Management Agreement with ekaterra in order to facilitate the transition of the tea business. The operating profit for 2021 includes 9 months of revenue from the sale of tea products prior to the transaction date, and the income from the transfer of the business itself is reported under other income. The 2020 numbers include a full year of sales of tea products. The accounting policy is disclosed in Note 4(r).

In November 2021, Unilever Plc announced that it agreed to sell the ekaterra business externally and is expected to complete the sale in the second half of 2022. This does not have any impact on Unilever Caribbean Limited, as the Company already transferred its tea business to the Global Unilever tea holding company per October 1, 2021.

		2021 $'000	2020 $'000
(a)	***Results of discontinued operations***		
	Revenue	30,150	47,864
	Cost of sales	(13,578)	(20,647)
	Gross profit	16,572	27,217
	Selling and distribution costs	(5,807)	(11,386)
	Impairment loss on trade receivables	(69)	(159)
	Results from operating activities	10,696	15,672
	Income tax expense from operating activities	(3,238)	(3,984)
	Results from operating activities, net of tax	7,458	11,688
	Gain on sale of discontinued operations	164,423	-
	Profit from discontinued operations, net of tax	171,881	11,688
	Basic and diluted earnings per share – discontinued operations	6.54	0.45
b)	***Cash flows from discontinued operation***		
	Net cash generated from operating activities	9,155	17,751
	Net cash generated from investing activities	169,846	-
	Net cash flow for the year	179,001	17,751
c)	***Effect of disposal on the financial position of the Company***		
	Inventories on hand as at October 1, 2021	3,053	
	Net assets*	3,053	
	Consideration**	169,846	

As at October 1, 2021, there was inventory on hand that relate to the teas business which was transferred to ekaterra. Subsequently, the Company will act as an agent, purchasing and selling inventory on behalf of and for related party, ekaterra, based on the terms of the Strategic Management Agreement.

* The right to distribute was an internally generated intangible asset and therefore not included in the net assets.

** This amount is the full consideration of USD 25,004 thousand ($169,846 thousand) received for the sale of the tea business. The consideration relating to inventory is payable only when the inventory is sold to third party customers.

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

31. ASSETS HELD FOR SALE

In quarter 4, the Company committed to a plan to sell the impaired factory and warehousing equipment and enlisted a sales specialist for machinery & equipment in order to map, list, promote and assist in the sale of the selected equipment. The cumulative value of the equipment reported on the financial statements as held for sale is equal to $4.5 million. Efforts to sell the equipment are underway with the specialist, and the Company is expecting to finalise the sale of the equipment during 2022. The Company has determined that the aforementioned equipment meet the required criteria for classification as held for sale.

In quarter 4, the Company also committed to a plan to sell the land and buildings from which it performs its current operations, during the second half of 2022. The location is surplus to the future needs of the organisation, so the Company engaged a real estate broker to pursue a sale and intends to move to a location better suited for the organisation. The cumulative value of the land and building reported on the financial statements is equal to $53.7 million. Significant interest in the property has already been received from interested parties, and the sale is expected to qualify as a completed sale within one year via a sale and short-term lease-back transaction, subject to the approval of a final agreement by the board of directors. The land and buildings are classified as held for sale at year end on the basis that the board expects to be able to sell these assets with a three- month lease available to complete its production agreements.

(a) *Impairment losses related to the assets held for sale*

The equipment, land and buildings need to be reflected at the lower of their carrying amount and its fair value minus cost to sell. A certified valuation of the equipment was performed by the sales specialist in order to re-assess the fair value minus cost to sell. The appraisal has been performed based on an analysis of the Global and Regional market. An impairment loss of $2,100 thousand was recorded. Land and buildings were already represented on the balance sheet at fair value through the revaluation method. The last valuation exercise took place in early 2021. The detailed disclosures can be found in Note 29.

(b) *Assets and liabilities held for sale*

As at December 31, 2021, the assets held for sale represented equipment related to the shut-down home care factory and exited warehouse, as well the land & buildings of the current premises, stated at fair value. At December 31, 2021, the disposal group was stated at fair value less costs to sell, and comprised the following assets and liabilities.

	2021 $'000
Equipment	4,464
Land and buildings	53,682
Assets held for sale	58,146
Deferred tax liabilities	2,949
Liabilities held for sale	2,949

(c) *Cumulative income or expenses included in OCI*

There are no cumulative income or expenses included in OCI relating to the disposal groups.

(d) *Fair value hierarchy*

The fair value measurement for the assets of has been categorised as a Level 3 fair value based on the inputs to the valuation techniques used (refer to Note 29).

Notes to the Financial Statements (continued)

December 31, 2021 (Expressed in Trinidad and Tobago Dollars)

32. COVID-19 RESPONSE

The COVID-19 pandemic has continued to affect businesses across the world in many different ways, and the Company was no exception to this. Below has been outlined how the pandemic affected the Company and how it has responded to address the risks.

(a) Unavailability of Company personnel

All office personnel have been working from home full-time to ensure the safety and health of the employees. The Company personnel were accustomed to agile working, and as such there was only a very short acclimatisation period, without a significant impact on work productivity.

(b) Delays in collection

At the onset of the pandemic, the Company tightened its credit control framework, through weekly credit committee meetings where it monitors the experiences of each of the customers and addresses any potential credit risk. The Company managed to make a strong improvement in its collections since the start of the pandemic as a result of these actions, despite the more difficult environment.

(c) Supply chain disruption

During 2021, the Company faced significant supply chain disruptions as a result of the COVID-19 pandemic and the ensuing global supply chain crisis., especially during the second half of the year. The Company managed to reduce part of this risk by leveraging the access to many alternative sourcing options within the Unilever Group, and holding higher safety stock levels. Nonetheless the results were impacted as a consequence of shortages of raw materials, shipping containers, trucking services and international shipping turmoil.

(d) Reduced economic activity due to disruptions in tourism, sports and cultural activities

The Company operates in a few markets where disruptions in tourism has caused impacts to the economic activity, but due to the diverse regions that the Company operates in, and the diverse portfolio it offers, the Company was able to deal with these risks. The difficult economic situation in the first half of the year in Trinidad & Tobago as a result of the pandemic and state of emergency, did however have an effect on the results during the first half of the reporting period.

(e) Impacts on valuation of property, plant & equipment

The COVID-19 pandemic has brought some uncertainties in the real estate market. The effect on the Company does not seem to be significant, however, as the recent valuation of Land and Buildings performed, did not indicate a significant effect on the value.

33. EVENTS AFTER THE REPORTING DATE

The Company has evaluated events occurring after December 31, 2021, in order to assess and determine the need for potential recognition or disclosure in these financial statements. Such events were evaluated through March 28, 2022, the date these financial statements were available to be issued. Based upon this evaluation, the Company has determined that the following subsequent event requires disclosure:

On March 16, 2022, the Company advised that at a board meeting held on March 9, 2022, the board of directors resolved to initiate a consultation period with the trade union under the terms of its subsisting collective agreement, as a result of the upcoming expiration of the third-party spreads supply agreement of 2018 and the consequent cessation of local manufacturing, production and warehousing activities. This is a non-adjusting event that occurred after the end of the reporting period. An estimate of the potential impact of this event on the financial statements cannot be determined at this time.

Corporate Information

BOARD OF DIRECTORS:
Rodrigo Sotomayor - Chairman
Nicholas Gomez
Jean-Marc Mouttet
Camille Chatoor
Danielle Chow
Tim Grothauzen
Jorge Enrique Rodriguez

AUDIT COMMITTEE:
Nicholas Gomez - Chairman
Camille Chatoor
Danielle Chow

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